

400 Horsham Road
Suite 130
Horsham, PA 19044
Broadviewnet.com
215.293.8700
fax 215.293.8750

April 28, 2003

VIA OVERNIGHT COURIER

Mr. Jeffrey A Masoner
Vice President
Interconnection Services Policy and Planning
Wholesale Marketing
Verizon
2107 Wilson Boulevard
Arlington, VA 22201

Re: Broadview Networks Inc. Adoption of the Interconnection Agreement
Between Level 3 Communications, LLC and Verizon New England Inc,
Incorporated Pursuant to the Provisions of the Telecommunications Act
of 1996 and Other Applicable Law

Dear Mr. Pitterle:

Broadview Networks, Inc.(Broadview) acknowledges receipt of Verizon New England, Inc. d/b/a Bell Atlantic – Massachusetts (“Verizon”) letter, dated November 25, 2002 (the “November 25th adoption letter”), which purports to respond to Broadview’s request for adoption of the interconnection agreement between Verizon and Level 3 Communications, LLC. (“Level 3”), including any and all relevant amendments (the “Verizon-Level 3 Interconnection Agreement”).

The November 25, 2002 Adoption Letter contains, among other things, conclusions of law and reservations of rights, which appear to interpret, change, amend, or otherwise modify material provisions of the Interconnection Agreement in contravention of applicable law, and with which Broadview does not necessarily concur. In particular, Broadview takes issue with the inclusion of paragraphs 3, 4, 5, 6, 7, and 8 in the November 25 Adoption

VIA OVERNIGHT COURIER

Mr. Steven J. Pitterle
Director - Negotiations
April 28, 2003
Page Two

Letter. Consequently, Broadview will not countersign the November 25 Adoption Letter, as requested by Verizon. Broadview, however, authorizes Verizon to file *this* letter with the Massachusetts Department of Telecommunications & Energy (the "Department"), together with the petition for approval and any other documents the Department may deem appropriate.¹

For the purpose of Broadview's adoption of the Verizon-Level 3 Interconnection Agreement, Broadview represents and agrees with paragraphs 1A through 1E of Verizon's November 25 Adoption Letter. Notice to Broadview as may be required under the terms shall be provided as follows:

To: Ms. Rebecca Sommi, VP – Operations Support
Attention: Broadview Networks, Inc.
400 HORSHAM ROAD

HORSHAM, PA 19044

Telephone number: 215-293-8715
FAX NUMBER: 215-293-8750

To Verizon:

Director-Contract Performance & Administration
Verizon Wholesale Markets
600 Hidden Ridge
HQEWMNOTICES
Irving, TX 75038
Telephone Number: 972-718-5988
Facsimile Number: 972-719-1519
Internet Address: wmnotices@verizon.com

with a copy to:

¹ Verizon *may* file the April 19 Adoption Letter, without Broadview's countersignature, with the Commission together with *this* letter for the purpose of requesting Commission approval of the adoption. However, the April 19 Adoption Letter does not reflect, and may not be interpreted to reflect, Broadview's concurrence with respect to the substance of that letter.

VIA OVERNIGHT COURIER

Mr. Steven J. Pitterle
Director - Negotiations
April 28, 2003
Page Three

Vice President and Associate General Counsel
Verizon Wholesale Markets
1515 N. Court House Road
Suite 500
Arlington, VA 22201
Facsimile: 703-351-3664

Broadview's adoption of the Verizon-Level 3 Interconnection Agreement and amendments thereto does not affect any rights Broadview may have to negotiate or arbitrate amendments to the agreement or successor agreements; or to adopt a replacement agreement. In adopting the Verizon-Level 3 Agreement, Broadview does not waive any of its rights or remedies under the Communications Act of 1934, as amended, and other relevant state and federal law, rules, regulations, and decisions.

By this letter, Broadview authorizes Verizon to file *immediately* all the necessary documents, including this letter, as may be required by the Commission, for the purpose of obtaining Commission approval of Broadview's adoption of the Verizon-Level 3 Interconnection Agreement. Kindly forward copies of any and all filings in connection with this matter to the undersigned. If Broadview does not hear from Verizon by March 4, 2003 Broadview will assume that Verizon has filed the adoption documents with the Commission and that no further action from Broadview is required.

Please direct any questions regarding this letter to the undersigned.

Sincerely,

Eric C. Roden

cc: Rebecca Sommi (Broadview)
Renee Ragsdale (Verizon)
James Lennon (Broadview)
Ana Bataille (Broadview)

Attachment (Verizon's Adoption Letter, Dated November 25, 2002)