

AMENDMENT NO. 1

to the

INTERCONNECTION AGREEMENT

between

VERIZON NEW ENGLAND INC., D/B/A VERIZON MASSACHUSETTS

and

RCN TELECOM SERVICES OF MASSACHUSETTS, INC.

This Amendment No. 1 (the "Amendment") to the Interconnection Agreement (the "Agreement") between Verizon New England Inc., d/b/a Verizon Massachusetts ("Verizon") and RCN Telecom Services of Massachusetts, Inc. ("RCN"), is effective June 14, 2001.

1. Notwithstanding any possible contrary construction of this Agreement, but subject to the provisions of the Agreement regarding changes in law, Internet Traffic shall not be eligible for payment of Reciprocal Compensation under this Agreement. The Parties' rights and obligations with respect to any intercarrier compensation that may be due in connection with their exchange of Internet traffic shall be governed by the Order on Remand and Report and Order, *In the Matter of Implementation of the Local Competition Provisions in the Telecommunications Act of 1996, Intercarrier Compensation for ISP Bound Traffic*, FCC 01-131, CC Docket Nos. 96-98 and 99-68 ("Order on Remand"). The Parties understand and agree that for the purpose of giving effect to the FCC's Order on Remand in Massachusetts, traffic delivered to a carrier that exceeds a 2:1 ratio of terminating to originating traffic is Internet traffic, and shall be exchanged on a bill and keep basis, subject to the process established by the Order on Remand for rebutting such presumption before the DTE. The parties acknowledge that the 2:1 ratio has been established by order of the Massachusetts Department of Telecommunications and Energy or "DTE", and is subject to a change in applicable law after the Effective Date and the applicable provisions of the Agreement regarding changes in law.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be duly executed and delivered by their duly authorized representatives.

RCN Telecom Services of Massachusetts, Inc.

Verizon New England Inc.,
d/b/a Verizon Massachusetts

By: _____

By: _____

Printed: _____

Printed: Jeffrey A. Masoner

Title: _____

Title: Vice-President - Interconnection
Services Policy & Planning