Customer Name: NPCR, Inc.

NPCR adoption of Sprint In SC	2
NPCR AdoptionPapers SC	3
NPCR sig pg	5
NPCR Adop SC Exhibit 1	6

Note: This page is not part of the actual signed contract/amendment, but is present for record keeping purposes only.

CLEC Agreement with:

NPCR, Inc.

AGREEMENT

This Agreement, which shall be considered effective as of October 22, 2008 ("Effective Date"), and is entered into by and between NPCR, Inc. d/b/a Nextel Partners ("Nextel Partners"), a Delaware corporation on behalf of itself and BellSouth Telecommunications, Inc. d/b/a AT&T South Carolina ("AT&T South Carolina"), a Georgia corporation, having an office at 675 W. Peachtree Street, Atlanta, Georgia, 30375, on behalf of itself and its successors and assigns.

WHEREAS, the Telecommunications Act of 1996 (the "Act") was signed into law on February 8, 1996; and

WHEREAS, Nextel Partners has requested that AT&T South Carolina make available the interconnection agreement in its entirety between AT&T South Carolina and Sprint Communications Company Limited Partnership, Sprint Communications Company, L.P. and Sprint Spectrum L.P. dated January 1, 2001 for the State of South Carolina ("2001 AT&T South Carolina/Sprint Agreement").

WHEREAS, PURSUANT TO South Carolina Public Service Commission Order in Docket No. 2007-256-C dated October 22, 2008, for purposes of this Agreement, Nextel Partners has adopted the 2001 AT&T South Carolina/Sprint Agreement.

NOW, THEREFORE, in consideration of the promises and mutual covenants of this Agreement, Nextel Partners and AT&T South Carolina hereby agree as follows:

1. As of the Effective Date of this Agreement, Nextel Partners adopts in its entirety the 2001 AT&T South Carolina/Sprint Agreement and any and all amendments to said agreement executed and approved by the South Carolina Public Service Commission as of the Effective Date of this Agreement. The 2001 AT&T South Carolina/Sprint Agreement and all amendments are attached hereto as Exhibit 1 and incorporated herein by this reference. The adoption of this agreement with amendment(s) consists of the following:

ITEM	NO. PAGES
Adoption Papers	4
Exhibit 1 – 2001 AT&T South Carolina/Sprint Agreement including Amendments	1176
TOTAL	1180

2. In the event that Nextel Partners consists of two (2) or more separate entities as set forth in the preamble to this Agreement, all such entities shall be jointly and severally liable for the obligations of Nextel Partners under this Agreement.

3. The term of this Agreement shall be from the Effective Date as set forth above and shall expire as set forth in Section 2.1, Part A of the General Terms and Conditions of the 2001 AT&T South Carolina/Sprint Agreement.

4. Notice to the parties as may be required under the terms of the 2001 AT&T South Carolina/Sprint Agreement shall be provided as follows to:

AT&T South Carolina

Contract Management
ATTN: Notices Manager
311 S. Akard, 9th Floor
Four AT&T Plaza
Dallas, TX 75202-5398
Facsimile: 214-464-2006

NPCR, Inc. d/b/a Nextel Partners

Sprint/Nextel
Manager, ICA Solutions
6330 Sprint Parkway
Mailstop: KSOPHA0310-3B268
Overland Park, KS 66251
Phone 913-762-4847 (overnight mail only)

Manager, ICA Solutions
P.O. Box 7954
Shawnee Mission, KS 66207-0954

With a copy to:

Sprint/Nextel
Legal/Telecom Management Privacy Group
6450 Sprint Parkway
Mailstop: KSOPHN0312-3A318
Overland Park, KS 66251
Phone 913-315-9762 (overnight mail only)

Legal/Telecom Management Privacy Group
P.O. Box 7966
Overland Park, KS 66207-0966

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc., d/b/a AT&T South Carolina by AT&T Operations, Inc., its authorized agent

By: _____

Name: Eddie A. Reed, Jr.

Title: Director-Interconnection Agreements

Date: 1/27/09

NPCR, Inc. d/b/a Nextel Partners

By: _____

Name: Craig Cowdon

Title: VP, Interconnection Solutions

Date: 1/13/09

EXHIBIT 1

2001 AT&T SOUTH CAROLINA/SPRINT AGREEMENT

This Interconnection Agreement Is Currently On File With The Commission And Can Also Be Found Via The Following Web Site Address:

http://cpr.bellsouth.com/clec/docs/all_states/800aa291.pdf