

**AMENDMENT NO. 1
TO THE INTERCONNECTION AGREEMENT
BETWEEN NPCR, Inc. AND
DENVER AND EPHRATA TELEPHONE AND TELEGRAPH COMPANY**

This Amendment No. 1 is made the 12th day of October, 2005, by and between NPCR, Inc ("Nextel Partners"), a Delaware corporation, with offices at Kirkland, Washington and Denver and Ephrata Telephone and Telegraph Company, Buffalo Valley Telephone Company and Conestoga Telephone and Telegraph Company with offices at 124 East Main Street, Ephrata, PA 17522 (individually referred to hereinafter as "Party" and collectively as "Parties").

WITNESSETH

WHEREAS, Nextel Partners and Denver and Ephrata Telephone and Telegraph Company are parties to an interconnection agreement under Section 251 and 252 of the Communications Act dated April 13, 2000 (the "Interconnection Agreement"); and

WHEREAS, as a result of a merger, Denver and Ephrata Telephone and Telegraph Company, Buffalo Valley Telephone Company and Conestoga Telephone and Telegraph Company are owned by the same parent company, and the Parties desire to amend the Interconnection Agreement to have it apply to all Parties;

NOW THEREFORE, in consideration of the promises and mutual agreements set forth herein, the Parties agree to amend the Interconnection Agreement as follows:

1. Effective on the Effective Date as hereinafter defined, the Interconnection Agreement is hereby amended as follows:

2. D&E Telephone shall be defined to include not only Denver and Ephrata Telephone and Telegraph Company (OCN 0165), but also Buffalo Valley Telephone Company (OCN 0151) and Conestoga Telephone and Telegraph Company (0162). The connecting facilities in place shall be used by the Parties for traffic to and from Buffalo Valley Telephone Company and Conestoga Telephone and Telegraph Company.

3. The Effective Date of this Amendment No. 1 shall be when it is approved by the Pennsylvania Public Utility Commission.

4. Notices to Nextel Partners shall be sent to the following addresses:

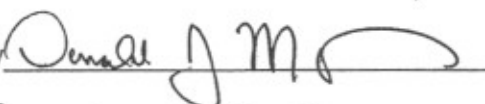
NPCR, Inc.
4500 Carillon Point Floor 5
Kirkland, WA 98033
Attention: Donald Manning
Phone Number:425-576-3600
Fax Number 425-576-3650

With a copy to:
NPCR, Inc
8 Airline Drive Suite 105
Albany, NY 12205
Attention: Daniel Kuban
Phone Number 518-862-6926
Fax Number 9522-238-7434

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be duly executed and delivered by the duly authorized representative as the date first set forth above.

NPCR, Inc

DENVER AND EPHRATA TELEPHONE
AND TELEGRAPH COMPANY

By 

By 

Donald J. Manning
Vice President


Vice President Regulatory

BUFFALO VALLEY TELEPHONE
COMPANY

By 

NPCRAMENDMENT NO 1.rtf

CONESTOGA TELEPHONE AND
TELEGRAPH COMPANY

By 
Vice President-Regulator