

March 29, 2006

MEMORANDUM OF AGREEMENT

BETWEEN:

**ALIANTELECOM INC.
(the "Company")**

-and-

**CEP ATLANTIC COMMUNICATIONS COUNCIL
(the "Council")**

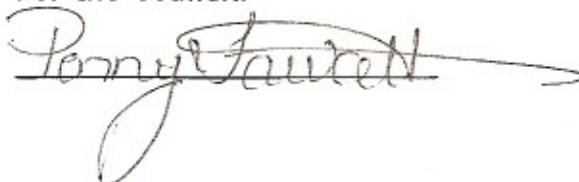
Whereas, it is stated in Article 1.01 of the collective agreement when it is found that any provision of the collective agreement is contrary to the provisions of any applicable law, the collective agreement will be amended to conform to the requirements of such law;

Therefore, in accordance with Article 4.05 and by mutual agreement between the Company and the Council, Article 19.04 c) of the Collective Agreement is deleted and replaced by Article 19.04 c) set out below.

Collective Agreement Article 19.04 c)

- c) All other travel time on Company instructions will be on Company time and the applicable rates of pay will apply. Where the travel time exceeds the normal working hours of the employee, the applicable overtime rate will apply except that, travel time to and from a course of instruction will be paid at one and one-half (1.5) times the employee's basic wage rate.

For the Council:



For the Company:

