

BellSouth Telecommunications, Inc.  
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A. M. Lombardo  
Regulatory Vice President

November 20, 1997

911535 - TP

Mrs. Blanca S. Bayo  
Director, Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399

Re: Approval of an Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and BellSouth Cellular Corp. pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and BellSouth Cellular Corp. are submitting to the Florida Public Service Commission an amendment to their negotiated agreement for the interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to BellSouth Cellular Corp. The original agreement was filed on March 7, 1997 in Docket 970286-TP.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and BellSouth Cellular Corp. within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties aver that neither of these reasons exist as to the agreement they have negotiated and therefore, are very hopeful that the Commission shall approve their agreement.

Very truly yours,



A. M. Lombardo  
Regulatory Vice President

(28)

DOCUMENT NUMBER-DATE

11982 NOV 20 6

FPSC-RECORDS/REPORTING

ORIGINAL

SECOND AMENDMENT

TO

INTERCONNECTION AGREEMENT BETWEEN  
BELLSOUTH CELLULAR CORP. AND BELLSOUTH TELECOMMUNICATIONS, INC.  
EFFECTIVE  
JANUARY 1, 1997

Pursuant to this Agreement (the "Amendment"), BellSouth Cellular Corp. and BellSouth Telecommunications, Inc., hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties effective January 1, 1997 ("Interconnection Agreement").

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, BellSouth Cellular Corp. and BellSouth Telecommunications, Inc. hereby covenant and agree as follows:

1. The Parties agree that Attachment A to the Interconnection Agreement is hereby deleted and replaced with Attachment A to this Amendment, which is incorporated herein by reference.
2. The Parties agree that except as specifically modified by this Amendment all other provisions of the Interconnection Agreement shall remain in full force and effect.
3. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the appropriate state public service commission or other regulatory body having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BELLSOUTH CELLULAR CORP.

BELLSOUTH TELECOMMUNICATIONS, INC.

By: C. C. M. B. W.

By: [Signature]

DATE: 10/7/97

DATE: 09/26/97

## ATTACHMENT A

The entities covered by this agreement (which are all entities BSCC either owns 100% or is controlling partners of) are:

Alabama Cellular Service, Inc.;

Huntsville MSA Limited Partnership;

Gulf Coast Cellular Telephone Company;

Decatur RSA Limited Partnership;

Anniston-Westel Company, Inc.;

Orlando SMSA Limited Partnership;

Jacksonville MSA Limited Partnership;

Florida Cellular Service, Inc.;

Florida RSA No. 2B (Indian River) Limited Partnership;

Atlanta-Athens MSA Limited Partnership;

American Cellular Communications Corporation;

Georgia RSA No. 1 Limited Partnership;

Georgia RSA No. 2 Limited Partnership;

Northeastern Georgia RSA Limited Partnership;

Georgia RSA No. 3 Limited Partnership;

Kentucky CGSA, Inc.;

Baton Rouge MSA Limited Partnership;

Lafayette MSA Limited Partnership;

Louisiana CGSA, Inc.;

Acadiana Cellular General Partnership;

Louisiana RSA No. 7 Cellular General Partnership;

Louisiana RSA No. 8 Limited Partnership;

MCTA; Memphis SMSA Limited Partnership;

Northeast Mississippi Cellular, Inc.;

Chattanooga MSA Limited Partnership;

Nashville/Clarksville MSA Limited Partnership;

Tennessee RSA Limited Partnership;

M-T Cellular, Inc.;

BellSouth Mobility Inc.

Orlando CGSA, Inc.