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BellSouth Telecommunications, Inc  
Suite 400  
150 South Monroe Street  
Tallahassee, Florida 32301-1556

850 224-7798  
Fax 850 224-5073

Marshall M. Criser III  
Regulatory Vice President

RECORDS AND  
REPORTING

June 28, 1999

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

990840-TP

Re: Approval of an Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and HTR&L Enterprises, Inc. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 TX 094

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and HTR&L Enterprises, Inc. are submitting to the Florida Public Service Commission their amendment to their negotiated agreement for the purchase of BellSouth's telecommunications services for the purpose of resale to end users by HTR&L Enterprises, Inc. The Commission approved the initial agreement between the companies in Order No. PSC-98-0149-FOF-TP issued January 27, 1998 in Docket 971370-TP.

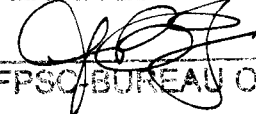
Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the amendment to the negotiated agreement between BellSouth and HTR&L Enterprises, Inc. within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that 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 amendment.

Very truly yours,

*Marshall M. Criser III*

Regulatory Vice President  
(2R)

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FPSC BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

07818 JUN 28 99

FPSC-RECORDS/REPORTING

**ATTACHMENT TO TRANSMITTAL LETTER**

The Amendment entered into by and between HTR&L Enterprises, Inc. and BellSouth Telecommunications, Inc., dated May 11, 1999, to the Resale Agreement dated September 10, 1997, for the state(s) of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee consists of the following:

ITEM	NO. PAGES
Amendment	1
TOTAL	1

**Amendment No. 1 to the Resale Agreement**  
**By and Between BellSouth Telecommunications, Inc.**  
**And HTR&L Enterprises, Inc. Dated September 10, 1997**

This Agreement refers to the Resale Agreement ("the Agreement") entered into by HTR&L Enterprises, Inc. ("HTR&L Enterprises") and BellSouth Telecommunications, Inc. ("BellSouth") on September 10, 1997. This Amendment ("Amendment") is made by and between HTR&L Enterprises and BellSouth and shall be deemed effective on the date executed by HTR&L Enterprises and BellSouth.

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, HTR&L Enterprises and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. The Parties agree that Section XVI.A of the Resale Agreement is hereby amended to read as follows:

A. Every notice, consent, approval, or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in person or given by postage prepaid mail, addressed to:

**BellSouth Telecommunications, Inc.**

CLEC Account Team  
9<sup>th</sup> Floor  
600 North 19<sup>th</sup> Street  
Birmingham, AL 35203

and

General Attorney – COU  
Suite 4300  
675 W. Peachtree St.  
Atlanta, GA 30375

**HTR&L Enterprises, Inc.**

John H. Fondren  
Chief Executive Officer  
P.O. Box 2151  
Valdosta, GA 31604  
(912) 242-3237  
(912) 242-5363 (Fax)


or at such other address as the intended recipient previously shall have designated by written notice to the other party.

2. All of the other provisions of the Resale Agreement shall remain unchanged and in full force and effect.

3. Either or both of the Parties is authorized to submit this Amendment to the appropriate State Public Service Commissions or other Regulatory Agencies for approval subject to Section 252 (e) of the Federal 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.

**HTR&L Enterprises, Inc.**


  
Signature

John H. FONDREN Jr.  
Printed Name

CEO  
Title

3 May 1999  
Date

**BellSouth Telecommunications, Inc.**

  
Signature

Jerry D. Hendrix  
Printed Name

Sr. Director  
Title

5/11/99  
Date