

**BellSouth Telecommunications, Inc**  
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150 South Monroe Street  
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**Marshall M. Criser III**  
Regulatory Vice President

January 16, 2001

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

010061-TR

Re: Approval of an Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and BlueStar Networks, Inc. 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 BlueStar Networks, Inc. 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 BlueStar Networks, Inc. The Commission approved the initial agreement between the companies in Order No. 00-0786-FOF-TP issued April 21, 2000 in Docket 000056-TP. This amendment adds IDSL-Compatible loops to the agreement.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and BlueStar Networks, 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 agreement.

Very truly yours,



Regulatory Vice President

(cc)

DOCUMENT NUMBER-DATE

00636 JAN 16 2001

FPSC-RECORDS/REPORTING

**ATTACHMENT TO TRANSMITTAL LETTER**

The Agreement entered into by and between BlueStar Networks, Inc. (FL, GA, TN) and BellSouth Telecommunications, Inc., dated 10/24/2000, for the state(s) of Florida, Georgia and Tennessee consists of the following:

ITEM	NO. PAGES
Amendment	2
TOTAL	2

AMENDMENT  
TO THE  
INTERCONNECTION AGREEMENT BETWEEN  
BLUESTAR NETWORKS, INC. AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
DATED DECEMBER 28, 1999  
(Florida, Georgia, Tennessee)

Pursuant to this Agreement (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and BlueStar Networks, Inc. ("BlueStar"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 28, 1999 ("Interconnection Agreement").

WHEREAS, the Parties entered into an Interconnection Agreement on December 28, 1999; and

WHEREAS, the Parties desire to amend that Interconnection Agreement.

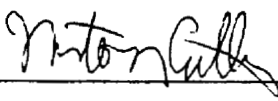
NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. Attachment 2 of the Interconnection Agreement is hereby amended to include a new section 2.2 as follows:
  - 2.2 An IDSL-Compatible Loop
    - 2.2.1 Due to technical limitations associated with certain DLC systems, certain ports on DLC systems do not support ISDN Digital Subscriber Lines (IDSL).
    - 2.2.2 BellSouth will offer the IDSL-Compatible loop as a part of their Unbundled Digital Loop offerings, as an xDSL capable loop. The IDSL-Compatible loop, sometimes referred to as a UDC loop within BellSouth at the time of this addendum, is compatible with IDSL service and has the same physical characteristics and transmission specifications as BellSouth's ISDN-capable loop. The technical specifications which govern this loop are those set forth in BellSouth's TR73600, which is in effect on the date of execution of this amendment.
    - 2.2.3 Like the ISDN-capable loop, the IDSL-Compatible loop may be provisioned on copper or through a DLC system. However, when IDSL-Compatible loops are provisioned using a DLC system, BellSouth will ensure that they are only provisioned on time slots that are compatible with data-only services such as IDSL.

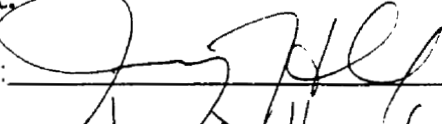
2. The rates for the IDSL-Compatible shall be the same as the rates for ISDN loops, subject to true-up when and if BellSouth's proposed rates for the IDSL-Compatible are approved and accepted by a state commission.
3. BlueStar shall exclusively order the IDSL-Compatible for its IDSL service beginning no later than twenty (20) business days after the last party executes this amendment. After this 20 day period in the event BlueStar inadvertently orders an ISDN capable loop for its IDSL service and some additional work (other than work required to make the ISDN loop meet technical specifications for an ISDN loop) by BellSouth is necessary to enable that loop to support IDSL, BellSouth shall apply an interim rate of \$100.00 subject to true-up. Provided, however, in the event BlueStar orders ISDN capable loops for its IDSL service more than twenty-five (25) times in the first ninety (90) days the interim rate will increase from \$100.00 to \$150.00.
4. All other provisions of the Interconnection Agreement dated December 28, 1999 shall remain in full force and effect.
5. Either or both of the Parties shall submit this Amendment to the appropriate Commission 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 the Interconnection Agreement be executed by their respective duly authorized representatives on the date indicated below.

**BlueStar Networks, Inc.**

By:   
Name: Norton Cutler  
Title: General Counsel  
Date: 10/19/00

**BellSouth Telecommunications, Inc.**

By:   
Name: Jerry D. Hendrix  
Title: Sr. Director  
Date: 10/24/00