

BELLSOUTH

ORIGINAL

BellSouth Telecommunications, Inc.

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Regulatory & External Affairs

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October 25, 2002

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

RECEIVED - FPSC
OCT 25 PM 4:54
COMMISSION
CLERK

021099-TP

Re: Approval of Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Source One Communications, Inc. (n/k/a Source One Communications, Inc. d/b/a Quick Connects) 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 Source One Communications, Inc. (n/k/a Source One Communications, Inc. d/b/a Quick Connects) 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 Source One Communications, Inc. (n/k/a Source One Communications, Inc. d/b/a Quick Connects). The initial agreement between the companies was filed in FPSC Docket No. 020029-TP,

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting this amendment to the negotiated agreement between BellSouth and Source One Communications, Inc. (n/k/a Source One Communications, Inc. d/b/a Quick Connects) 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 agree that neither of these reasons exists as to the agreement they have negotiated and therefore, as such this amendment should be deemed effective by operation of law on January 23, 2003.

Very truly yours,

Marshall M. Criser III
Regulatory Vice President (7H)

RECEIVED & FILED

RM

FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER - DATE

11758 OCT 25 02

FPSC-COMMISSION CLERK

AMENDMENT
TO THE
AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
SOURCE ONE COMMUNICATIONS, INC.
DATED SEPTEMBER 21, 2001

Pursuant to this Amendment, (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and Source One Communications, Inc. ("Source One") hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated September 21, 2001 ("Agreement").

WHEREAS, BellSouth and Source One entered into the Agreement on September 21, 2001 and this Agreement was amended on November 9, 2001 and January 2, 2002;

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. The Parties agree to delete the preface in its entirety and replace it with the following:

This Agreement which shall become effective as of the date of signing is entered into by and between Source One Communications, Inc. d/b/a Quick Connects (Source One), a Florida corporation, having an office at 2320-B North Monroe Street, Tallahassee, FL 32303-4734, and BellSouth Telecommunications, Inc., ("BellSouth") a Georgia corporation, having an office at 675 West Peachtree Street, Atlanta, Georgia 30375, on behalf of itself and its successors and assigns.

- 2. The Parties agree to amend the Interconnection Agreement dated September 21, 2001, amended on November 9, 2001 and January 2, 2002, to reflect Source One's operating affiliates as identified in Exhibit 1 hereof collectively ("Source One").
- 3. All of the other provisions of the Agreement, dated September 21, 2001, shall remain in full force and effect.
- 3. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities 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.

BellSouth Telecommunications, Inc.

By: [Signature]
Name: Elizabeth P.A. Shimishi
Title: Assistant Director
Date: 9/19/02

Source One Communications, Inc.

Source One Communications, Inc. d/b/a Quick Connects
By: [Signature]
Name: John Hohman
Title: CEO
Date: 8-15-02

EXHIBIT 1

Alabama

Source One Communications, Inc. (“Source One”)

Georgia

Source One Communications, Inc. (“Source One”)

Kentucky

Source One Communications, Inc. (“Source One”)

Louisiana

Source One Communications, Inc. (“Source One”)

Mississippi

Source One Communications, Inc. (“Source One”)

South Carolina

Source One Communications, Inc. (“Source One”)

Florida

Source One Communications, Inc. d/b/a Quick Connects (“Source One”)

North Carolina

Source One Communications, Inc. d/b/a Quick Connects, Inc. (“Source One”)

Tennessee

Source One Communications, Inc. d/b/a Quick Connects (“Source One”)