

**BELLSOUTH**

**BellSouth Telecommunications, Inc.**  
Suite 400  
150 South Monroe Street  
Tallahassee, FL 32301-1556

marshall.criser@bellsouth.com

January 28, 2003

**Marshall M. Criser III**  
Vice President  
Regulatory & External Affairs

850 224 7798  
Fax 850 224 5073

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

030100-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Lightyear Communications, Inc. pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant the Telecommunications Act of 1996, BellSouth and Lightyear Communications, Inc. are submitting to the Florida Public Service Commission their negotiated agreement for the interconnection, unbundling of specific network elements, collocation of BellSouth networks, and resale of their telecommunications services to Lightyear Communications, Inc.. The agreement was negotiated pursuant to sections 251,252 and 271 of the Act. The initial agreement between the companies was filed in FPSC Docket No. 020556-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 Lightyear Communications, Inc. within 90 days of its submission. The Act provides that the Commission may only reject such an amendment if it finds that the amendment, or any portion of the amendment, discriminates against a telecommunications carrier not a party to the amendment or if the implementation of the amendment or any portion of the amendment is not consistent with the public interest, convenience and necessity. Both parties agree that neither of these reasons exists as to the amendment they have negotiated. Therefore, this amendment should be deemed effective by operation of law on April 28, 2003.

Very truly yours,

*Marshall M. Criser III*

Regulatory Vice President

(ICA)

DOCUMENT NUMBER DATE

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FPSC-COMMISSION CLERK

**AMENDMENT  
TO THE  
AGREEMENT BETWEEN  
LIGHTYEAR COMMUNICATIONS, INC.  
AND  
BELL SOUTH TELECOMMUNICATIONS, INC.  
DATED MAY 25, 2002**

Pursuant to this Amendment, (the "Amendment"), LIGHTYEAR, Inc. ("LIGHTYEAR"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 25, 2002 ("Agreement").

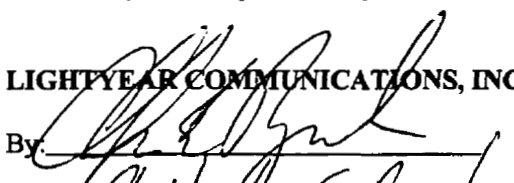
WHEREAS, BellSouth and LIGHTYEAR entered into the Agreement on May 25, 2002 and;

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:

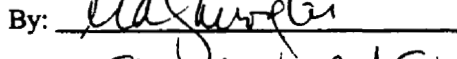
1. The Amendment adding rates to Exhibit B of Attachment 2 will be made effective as of the date of signature by both parties, September 3, 2002.
2. All of the other provisions of the Agreement, dated May 25, 2002, shall remain in full force and effect.
3. Either or both of the Parties is authorized 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.

**LIGHTYEAR COMMUNICATIONS, INC.**

By:   
Name: Christopher E. Poyner  
Title: Director  
Date: 12/3/02

**BellSouth Telecommunications, Inc.**

By:   
Name: Elizabeth R. A. Shiroishi  
Title: Assistant Director  
Date: 12/10/02