

ORIGINAL

BELLSOUTH

040504-TP

BellSouth Telecommunications, Inc.

Regulatory & External Affairs

150 South Monroe Street
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Tallahassee, FL 32301-1556

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Marshall M. Criser III

Vice President
Regulatory & External Affairs

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RECEIVED FISC
MAY 25 PM 4:33
COMMISSION
CLERK

May 25, 2004

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

Re: Approval of Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Adelphia Business Solutions Investment, LLC d/b/a TelCove.

Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection, Unbundling, Resale and Collocation Agreement with Adelphia Business Solutions Investment, LLC d/b/a TelCove.

If you have any questions, please do not hesitate to call Robyn Holland at (850) 222-9380.

Very truly yours,

Marshall M. Criser, III / PA
Regulatory Vice President

RECEIVED & FILED
in
FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

05985 MAY 25 04

FPSC-COMMISSION CLERK

**AMENDMENT
TO THE
AGREEMENT BETWEEN
ADELPHIA BUSINESS SOLUTIONS INVESTMENT, L.L.C.
D/B/A TELCOVE,
ADELPHIA BUSINESS SOLUTIONS OF JACKSONVILLE, INC.
D/B/A TELCOVE
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 20, 2000**

Pursuant to this Amendment, (the "Amendment"), for the state of Florida, Adelphia Business Solutions Investment, L.L.C. d/b/a TelCove and Adelphia Business Solutions of Jacksonville, Inc. d/b/a TelCove, (collectively referred to as "TelCove") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties dated June 20, 2000, as amended by that certain amendment dated January 30, 2004, effective February 29, 2004 (the "Agreement"), to be effective May 24, 2004.

WHEREAS, BellSouth and TelCove entered into the Agreement on June 20, 2000, 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 Parties agree to add to Attachment 4, Collocation, Exhibit A, rates for virtual collocation in Florida, as identified in Exhibit A attached hereto, and made a part of this Amendment.
2. All of the other provisions of the Agreement, dated June 20, 2000, shall remain in full force and effect.
3. Either or both of the Parties are 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.

DOCUMENT NUMBER-DATE

05985 MAY 25 3

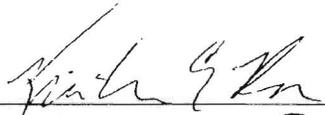
[CCCS Amendment 1 of 4]

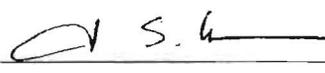
FPSC-COMMISSION CLERK

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.

**Adelphia Business Solutions
Investments, L. L. C. d/b/a TelCove,
Adelphia Business Solutions of
Jacksonville, Inc., d/b/a TelCove**

By: 
Name: Kristen E. Rowe
Title: Director
Date: 5/11/04

By: 
Name: James E. Means
Title: Corporate Secretary
Date: 5-4-04

COLLOCATION - Florida

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 4		Exhibit: B		
						Rec	Nonrecurring		Nonrecurring Disconnect			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
							First	Add'l	First							Add'l
						SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN					
	Virtual Collocation - Application Fee			AMTFS	EMF		\$4,122.00	\$1,249.00								
	Virtual Collocation - Administrative Only - Application Fee			AMTFS	VE1AF		\$742.00									
	Virtual Collocation - Cable Installation Cost, per cable			AMTFS	ESPCX	12.45	965.00									
	Virtual Collocation - Floor Space, per sq. ft.			AMTFS	ESPVX	4.25										
	Virtual Collocation - Power, per fused amp			AMTFS	ESPAX	6.95										
	Virtual Collocation - Cable Support Structure, per entrance cable			AMTFS	ESPSX	13.35										
	Virtual Collocation - 2-wire Cross Connects (loop)			UEANL,UEA,UDN,UDC,UAL,UHL,UCL,UHQ,UNCVX,UNCDX,UNCNX	UEAC2	0.0502	11.57									
	Virtual Collocation - 4-wire Cross Connects (loop)			UEA,UHL,UCL,UDL,UAL,UDN,UNCVX,UNCDX	UEAC4	0.0502	11.57									
	Virtual Collocation - 2-Fiber Cross Connects			UDL12, UDLO3, U1T48, U1T12, U1T03, ULDO3, ULD12, ULD48, UDF	CNC2F	6.71	2,431.00									
	Virtual Collocation - 4-Fiber Cross Connects			UDL12, UDLO3, U1T48, U1T12, U1T03, ULDO3, ULD12, ULD48, UDF	CNC4F	6.71	2,431.00									
	Virtual collocation - Special Access & UNE, cross-connect per DS1			USL,ULC,ULR,UXTD1,UNC1X,ULDD1,U1TD1,USLEL,UNLD1,UEPEX,UEPDX	CNC1X	7.50	155.00	14.00								
	Virtual collocation - Special Access & UNE, cross-connect per DS3			USL,UE3,U1TD3,UXTS1,UXTD3,UNC3X,UNC3X,ULDD3,U1TS1,ULDS1,UDLSX,UNLD3	CND3X	56.25	151.90	11.83								
	Virtual Collocation - Co-Carrier Cross Connects - Fiber Cable Support Structure, per linear foot			AMTFS	VE1CB	0.0028										
	Virtual Collocation - Co-Carrier Cross Connects - Copper/Coax Cable Support Structure, per linear ft			AMTFS	VE1CD	0.0041										
	Virtual Collocation - Co-Carrier Cross Connects - Fiber Cable Support Structure, per cable			AMTFS	VE1CC		535.54									
	Virtual Collocation - Co-Carrier Cross Connects - Copper/Coax Cable Support Structure, per cable			AMTFS	VE1CE		535.54									
	Virtual Collocation Cable Records - per request			AMTFS	VE1BA		1,525.00	267.08								
	Virtual Collocation Cable Records - VG/DS0 Cable, per cable record			AMTFS	VE1BB		656.50	379.78								
	Virtual Collocation Cable Records - VG/DS0 Cable, per each 100 pair			AMTFS	VE1BC		9.66	11.84								
	Virtual Collocation Cable Records - DS1, per T1TIE			AMTFS	VE1BD		4.52	5.54								
	Virtual Collocation Cable Records - DS3, per T3TIE			AMTFS	VE1BE		15.82	19.40								
	Virtual Collocation Cable Records - Fiber Cable, per 99 fiber records			AMTFS	VE1BF		169.67	154.89								
	Virtual collocation - Security Escort - Basic, per quarter hour			AMTFS	SPTBQ		10.89									
	Virtual collocation - Security Escort - Overtime, per quarter hour			AMTFS	SPTOQ		13.64									

COLLOCATION - Florida

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 4		Exhibit: B		
						Rec	Nonrecurring		Nonrecurring Disconnect			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
							First	Add'l	First							Add'l
	Virtual collocation - Security Escort - Premium, per quarter hour			AMTFS	SPTPQ		16.40									
	Virtual Collocation - 2-wire Cross Connects (loop), per ckts			AMTFS	VE1R2	0.05	11.57									
	Virtual Collocation - 4-wire Cross Connects (loop), per ckts			AMTFS	VE1R4	0.05	11.57									
	Virtual Collocation - DS-1/DCS Cross Connects, PER CKTS			AMTFS	VE11S	8.09	69.64									
	Virtual Collocation - DS-1.DSX Cross Connects, PER CKTS			AMTFS	VE11X	0.41	69.64									
	Virtual Collocation - DS-3/DCS Cross Connects, PER CKT			AMTFS	VE13S	59.67	528.00									
	Virtual Collocation - DS-3/DSC Cross Connects, PER CKT			AMTFS	VE13X	10.06	528.00									
	Virtual collocation - Maintenance in CO - Basic, per quarter hour			AMTFS	SPTRE		10.89									
	Virtual collocation - Maintenance in CO - Overtime, per quarter hour			AMTFS	SPTOE		13.64									
	Virtual collocation - Maintenance in CO - Premium per quarter hour			AMTFS	SPTPE		16.40									
	Virtual Collocation - Request Resend of CFA Information, per CLLI			AMTFS	VE1QR		77.54									

Note: Rates displaying an "R" in Interim column are interim and subject to rate true-up as set forth in General Terms and Conditions.