

BellSouth Telecommunications, Inc.

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Marshall M. Criser III

Vice President
Regulatory & External Affairs

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June 30, 2004

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

040668 -TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Saturn Telecommunication Services, Inc d/b/a STS

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 Saturn Telecommunication Services, Inc d/b/a STS

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

Very truly yours,

Marshall M Criser III
Regulatory Vice President *RTJ*

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**Amendment to the Agreement
Between
Saturn Telecommunication Services Inc. d/b/a STS
and
BellSouth Telecommunications, Inc.
Dated May 30, 2003**

Pursuant to this Amendment, (the "Amendment"), Saturn Telecommunication Services Inc., (STS) 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 30, 2003 ("Agreement") to be effective with the last signature executing the Amendment.

WHEREAS, BellSouth and STS entered into the Agreement on May 30, 2003,
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 hereby agree to Amend Section 5 of the Adoption Papers to delete customer information and replace with the following:

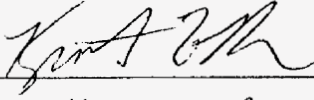
Saturn Telecommunication Services Inc.
d/b/a STS
Keith Kramer
Executive Vice President
12233 SW 55th Street, Suite 811
Cooper City, FL 33330
kkramer@ststelecom.com

2. All of the other provisions of the Agreement, dated May 30 2003, 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.

Signature Page

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

BellSouth Telecommunications, Inc.


By: 

Name: Kristen E Rowe

Title: Director

Date: 5/4/07

Saturn Telecommunication Services, Inc. d/b/a STS

By: 

Name: KEITH KRAMER

Title: Exec. V.P.

Date: 4-26-04

Notices Change Amendment