

BellSouth Telecommunications, Inc.
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Tallahassee, FL 32301-1556

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Marshall M. Criser III
Vice President
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July 9, 2004

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
JUL -9 PM 4:38
COMMISSION
CLERK

040726-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and DSL Telecom, Inc

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 DSL Telecom, Inc

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

RECEIVED & FILED

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FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER - DATE

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FPSC-COMMISSION CLERK

**Amendment to the Agreement
Between
DSL Telecom, Inc.
and
BellSouth Telecommunications, Inc.
Dated 5/24/2003**

Pursuant to this Amendment, (the "Amendment"), DSL Telecom, Inc. (DSL), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated 5/24/2003 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and DSL entered into the Agreement on 5/24/2003, and;

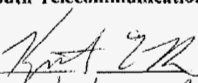
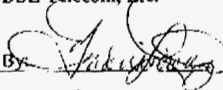
NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The parties agree to add the following provision to Attachment 2, Section 4.3 and the associated rates as set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
 - 4.3.1.1 Where DSL utilizes portions of the BellSouth network in originating or terminating traffic, the Tandem Switching rates are applied in call scenarios where the Tandem Switching Network Element has been utilized. Because switch recordings cannot accurately indicate on a per call basis when the Tandem Switching Network Element has been utilized for an interoffice call originating from a UNE port and terminating to a BellSouth, Independent Company or Facility-Based CLEC office, BellSouth has developed, based upon call studies, a melded rate that takes into account the average percentage of calls that utilize Tandem Switching in these scenarios. BellSouth shall apply the melded Tandem Switching rate for every call in these scenarios. BellSouth shall utilize the melded Tandem Switching Rate until BellSouth has the capability to measure actual Tandem Switch usage in each call scenario specifically mentioned above, at which point the rate for the actual Tandem Switch usage shall apply. The UNE Call Flows set forth on BellSouth's website, as amended from time to time and incorporated herein by this reference, illustrate when the full or melded Tandem Switching rates apply for specific scenarios.
2. All of the other provisions of the Agreement, dated 5/24/2003, 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.

Signature Page

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

§

BellSouth Telecommunications, Inc.	DSL Telecom, Inc.
By: <u></u>	By: <u></u>
Name: <u>Kristen E Rowland</u>	Name: <u>YAJIRA LORENZO</u>
Title: <u>Director</u>	Title: <u>GM</u>
Date: <u>6/17/04</u>	Date: <u>6-17-04</u>

UNBUNDLED NETWORK ELEMENTS - Florida										Attachment 2				Exhibit B	
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual 3vc Order vs. Electronic 1st	Incremental Charge - Manual 3vc Order vs. Electronic Add'l	Incremental Charge - Manual 3vc Order vs. Electronic Disc 1st	Incremental Charge - Manual 3vc Order vs. Electronic Disc Add'l	OSS Rates (\$)		
													Rec	Nonrecurring First	Nonrecurring Add'l
UNBUNDLED LOCAL SWITCHING, PORT USAGE															
	End Office Switching (Port Usage)					0.0037662									
	End Office Switching Function, Per MOU					0.001184									
	End Office Trunk Port - Shared, Per MOU														
	Tandem Switching (Port Usage) (Local or Access Tandem)					0.0001319									
	Tandem Switching Function Per MOU					0.000236									
	Tandem Trunk Port - Shared, Per MOU					0.000027185									
	Tandem Switching Function Per MOU (Merged)					0.000048434									
	Tandem Trunk Port - Shared, Per MOU (Merged)														
	Merged Factor: 20.91% of the Tandem Rate														
	Common Transport					0.0000036									
	Common Transport - Per Min. Per MOU					0.0004372									
	Common Transport - Facilities Termination Per MOU														

UNBUNDLED NETWORK ELEMENTS - Georgia																				
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)						Attachment 2		Exhibit B						
						Rec	Nonrecurring		Nonrecurring Disconnect		SOMEC	SOMAN	OSS Rates (\$)	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										
UNBUNDLED LOCAL SWITCHING, PORT USAGE																				
	End Office Switching (Port Usage)																			
	End Office Switching Function, Per MOU																			
	Long Office Trunk Port - Shared, Per MOU																			
	Tandem Switching (Port Usage) (Local or Access Tandem)																			
	Tandem Switching Function Per MOU																			
	Tandem Trunk Port - Shared, Per MOU																			
	Tandem Switching Function Per MOU (Merged)																			
	Tandem Trunk Port - Shared, Per MOU (Merged)																			
	Mixed Factor: 18.42% of the Tandem Rate																			
	Common Transport																			
	Common Transport - Per Min, Per MOU																			
	Common Transport - Facilities Termination Per MOU																			

CATEGORY	RATE ELEMENTS	Intent	Zone	BCS	USOC	RATES (\$)					SVC Order	Share Order	Submitted	Review	Change	Manual Svc	Manual Svc	Manual Svc	Order vs.	Order vs.	Electronic-	Disc Addtl	
						Rec	Add1	First	Add1	Nonrecuring	Nonrecuring	Disconnect	Add1	SOME6	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	UNBUNDLED NETWORK ELEMENTS - Kentucky																						
	UNBUNDLED LOCAL SWITCHING PORT USAGE																						
	End Office Switching Port Usage																						
	End Office Switching Function Per MOU																						
	Tandem Switching Port Usage (Local or Access Tandem)																						
	Tandem Switching Function Per MOU																						
	Tandem Trunk Port - Shared Per MOU (Access Tandem)																						
	Tandem Switching Function Per MOU (Access Tandem)																						
	Tandem Trunk Port - Shared Per MOU (Access Tandem)																						
	Common Transport - Per Rate Per MOU																						
	Common Transport - Available Termination Per MOU																						
	0.000792																						
	0.000792																						
	0.000792																						

AMENDMENT EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Louisiana

CATEGORY	RATE ELEMENTS	Inst m	Zone	BGS	USCC	RATES (\$)	Svc Order Sue Order	Manually Submitted	Manually Billed	per LSR	per LSR	Non-recurring Disconnect	SOME	SOMAN	SOMAN	SOMAN	SOMAN	OSG Rates (\$)	Electronic- Disc Adflt	Electronic- Disc Adflt
							Svc Order Sue Order	Manually Submitted	Manually Billed	per LSR	per LSR	Non-recurring Disconnect						SOMAN		
												First	Addr1	Addr1	First	Addr1	SOME		SOMAN	SOMAN
UNBUNDLED LOCAL SWITCHING - PORT USAGE																				
	End Office Switching (Port Usage)																			
	End Office Switching Function, Per MOU																			
	End Office Switching Function, Per MOU																			
	Tandem Switching (Port Usage) (Local or Access Tandem)																			
	Tandem Switching Function Per MOU																			
	Tandem Trunk Port - Shared Per MOU (Shared)																			
	Tandem Trunk Port - Shared Per MOU (Shared)																			
	Managed Ladder 33.06% of the Tandem Rate																			
	Common Transport - Per Mile Per MOU																			
	Common Transport - Facilities Termination Per MOU																			

UNBUNDLED NETWORK ELEMENTS - Mississippi						Attachment: 2				Exhibit: B					
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	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
						Rec	Nonrecurring		Nonrecurring Disconnect						
						First	Add'l	First	Add'l	SOMECE	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED LOCAL SWITCHING, PORT USAGE															
	End Office Switching (Port Usage)														
	End Office Switching Function Per MOU						0.0010269								
	End Office Trunk Port - Shared, Per MOU						0.000181								
	Tandem Switching (Port Usage) (Local or Access Tandem)														
	Tandem Switching Function Per MOU						0.0001723								
	Trunk Trunk Port - Shared, Per MOU						0.0001503								
	Tandem Switching Function Per MOU (Maload)						0.000683441								
	Tandem Trunk Port - Shared, Per MOU (Maload)						0.000067977								
	Maload Factor: 35.82% of the Tandem Rate														
	Common Transport														
	Common Transport - Per Mile, Per MOU						0.0000026								
	Common Transport - Facilities Termination Per MOU						0.0004541								

UNBUNDLED NETWORK ELEMENTS - North Carolina

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B				
									Incremental Charge - Manual Svc Order vs. Electronic	Incremental Charge - Manual Svc Order vs. Electronic	Incremental Charge - Manual Svc Order vs. Electronic	Incremental Charge - Manual Svc Order vs. Electronic			
									Disc 1st	Disc 1st	Disc 1st	Disc 1st			
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)				
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED LOCAL SWITCHING, PORT USAGE															
End Office Switching (Port Usage)															
	End Office Switching Function, Per MOU					0.0015									
	End Office Trunk Port - Shared, Per MOU					0.0023									
	Tandem Switching (Port Usage) (Local or Access Tandem)														
	Tandem Switching Function Per MOU					0.0006									
	Tandem Trunk Port - Shared, Per MOU					0.0003									
	Tandem Switching Function Per MOU (Mated)					0.0024813									
	Tandem Trunk Port - Shared, Per MOU (Mated)					0.0012309									
	Mated Factor: 41.03% of the Tandem Rate														
	Common Transport														
	Common Transport - Per Mile, Per MOU					0.00001									
	Common Transport - Facilities Termination Per MOU					0.00031									

UNBUNDLED NETWORK ELEMENTS - Tennesse

CATEGORY	RATE ELEMENTS	Inter m Zone	BOC	USOC	RATES (\$)				Svc Order Submitted	Elec per LSR	Manually Submitted	Svc Order Submitted	Assignment 2			
					Rec	Nonrecursing	ADD1	Nonrecursing Disconnect					SOME/C	SOMAN	SOMAN	OSR Rates (\$)
	End Office Switching (Port Usage)													SOMAN	SOMAN	SOMAN
	End Office Switching (Port Usage) Per MOU							0.002841								
	Trunking Switching (Port Usage) (Local or Access Tandem)															
	Trunking Switching Function Per MOU							0.002878								
	Tandem Switching Function Per MOU (March)							0.00282684								
	Tandem Switching Function Per MOU (March) March 2002 - 25.93% of the Tandem Rate															
	Common Transport															
	Common Transport - Per Mile, Per MOU							0.000094								
	Common Transport - Per Mile, Per MOU Per Month							0.002871								