

ORIGINAL

BELLSOUTH

050136-VP

BellSouth Telecommunications, Inc.
150 South Monroe Street
Suite 400
Tallahassee, FL 32303-1556

Marshall.criser@bellsouth.com

Marshall M. Criser III
Vice President
Regulatory & External Affairs

850 224 7798
Fax 850 224 5073

February 21, 2005

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
05 FEB 22 PM 4:35
COMMISSION
CLERK

Re: Approval of Amendment to the Resale Agreement with Premier Telecom, Inc.

Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Resale Agreement with Premier Telecom, Inc.

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

Very truly yours,

MM Criser III / RTH
Regulatory Vice President

DOCUMENT NUMBER-DATE
01849 FEB 22 '05
FPSC-COMMISSION CLERK

**Amendment
To The
Resale Agreement Between
BellSouth Telecommunications, Inc.
Premier Telecom, Inc.
Dated July 28, 2004**

Pursuant to this Amendment (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and Premier Telecom, Inc ("Premier"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Resale Agreement between the Parties dated July 28, 2004 ("Agreement").

WHEREAS, BellSouth and Premier entered into the Agreement on July 28, 2004, and;

WHEREAS, BellSouth and Premier wish to amend the Agreement to add the states of Alabama, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee;

NOW THEREFORE, in consideration of the mutual promises and covenants 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 WHEREAS statement in General Terms and Conditions and replace as follows;

WHEREAS, Premier is or seeks to become a CLEC authorized to provide telecommunications services in the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee; and

2. The Parties agree to add Section 3.1.2 to Attachment 1 as follows:

3.1.2.1 In Tennessee, if Premier does not resell Lifeline service to any End Users, and if Premier agrees to order an appropriate Operator Services/Directory Assistance block as set forth in BellSouth's General Subscriber Services Tariff, the discount shall be 21.56%.

3.1.2.1 In the event Premier resells Lifeline service to any End User in Tennessee, BellSouth will begin applying the 16% discount rate to all services. Upon Premier and BellSouth's implementation of a billing arrangement whereby a separate Master Account (Q-account) associated with a separate Operating Customer Number (OCN) is established for billing of Lifeline service End Users, the discount shall be applied as set forth in 3.1.2 preceding for the non-Lifeline affected Master Account (Q-account).

3.1.2.2 Premier must provide written notification to BellSouth within 30 days prior to either providing its own operator services/ directory services

03/05/03

or orders the appropriate operator services/directory assistance blocking, to qualify for the higher discount rate of 21.56%.

3. The Parties agree to add to the rates in Attachment 1, Exhibit E the rates contained in Exhibit 1, attached hereto and incorporated herein by this reference.
4. This Amendment shall be effective thirty (30) days after the date of the last signature executing the Amendment.
5. All of the other provisions of the Resale Agreement, dated July 28, 2004, shall remain in full force and effect.
6. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

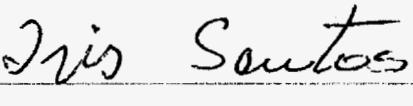
03/05/03

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

BellSouth Telecommunications, Inc.

Premier Telecom. Inc

By: 

By: 

Name: Kristen E. Rowe

Name: Ivis SANTOS

Title: Director

Title: PRESIDENT

Date: 2/1/05

Date: 1-20-05

Resale Discounts & Rates - Alabama										Attachment: 1		Exhibit: E																																								
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-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	OSS Rates(\$)																																							
													Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN	SOMAN																															
													First	Add'l	First	Add'l																																				
APPLICABLE DISCOUNTS																																																				
	Residence %					16.30																																														
	Business %					16.30																																														
	CSAs %					16.30																																														
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																																																				
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																																																				
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK	3.50	0.00	3.50	0.00																																											
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00																																											
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)																																																				
	Selective Routing Per Unique Line Class Code Per Request Per Switch					84.70	84.70	14.11	14.11																																											
ODUF/EODUF SERVICES																																																				
OPTIONAL DAILY USAGE FILE (ODUF)																																																				
	ODUF: Recording, per message					0.000011																																														
	ODUF: Message Processing, per message					0.004101																																														
	ODUF: Message Processing, per Magnetic Tape provisioned					42.67																																														
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.000094																																														
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																																																				
	EODUF: Message Processing, per message					0.22																																														

Resale Discounts & Rates - Georgia										Attachment: 1		Exhibit: E																			
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-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	OSS Rates(\$)																		
													Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN								
APPLICABLE DISCOUNTS																															
	Residence %					20.30																									
	Business %					17.30																									
	CSAs %					17.30																									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK	3.50	0.00	3.50	0.00																						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00																						
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)																															
	Selective Routing Per Unique Line Class Code Per Request Per Switch					102.19	61.15	12.68	6.34																						
ODUF/EODUF SERVICES																															
OPTIONAL DAILY USAGE FILE (ODUF)																															
	ODUF: Recording, per message					0.0000068																									
	ODUF: Message Processing, per message					0.002167																									
	ODUF: Message Processing, per Magnetic Tape provisioned					36.06																									
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00010856																									
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																															
	EODUF: Message Processing, per message					0.227409																									

Resale Discounts & Rates - Kentucky										Attachment: 1		Exhibit: E																																							
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-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	OSS Rates(\$)																																						
													Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN	SOMAN	SOMAN																													
													First	Add'l	First	Add'l																																			
APPLICABLE DISCOUNTS																																																			
	Residence %						16.79																																												
	Business %						15.54																																												
	CSAs %						15.54																																												
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																																																			
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																																																			
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK		3.50	0.00	3.50	0.00																																									
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		19.99	0.00	19.99	0.00																																									
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)																																																			
	Selective Routing Per Unique Line Class Code Per Request Per Switch						93.53	93.53	15.58	15.58																																									
ODUF/EODUF SERVICES																																																			
OPTIONAL DAILY USAGE FILE (ODUF)																																																			
	ODUF: Recording, per message						0.0000136																																												
	ODUF: Message Processing, per message						0.002506																																												
	ODUF: Message Processing, per Magnetic Tape provisioned						35.90																																												
	ODUF: Data Transmission (CONNECT:DIRECT), per message						0.00010372																																												
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																																																			
	EODUF: Message Processing, per message						0.235889																																												

Resale Discounts & Rates - Louisiana

Resale Discounts & Rates - Louisiana										Attachment: 1		Exhibit: E			
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-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
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
APPLICABLE DISCOUNTS															
	Residence %					20.72									
	Business %					20.72									
	CSAs %					9.05									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C	3.50	0.00	3.50	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00						
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)															
	Selective Routing Per Unique Line Class Code Per Request Per Switch					82.25	82.25								
ODUF/EODUF SERVICES															
OPTIONAL DAILY USAGE FILE (ODUF)															
	ODUF: Recording, per message					0.0000117									
	ODUF: Message Processing, per message					0.004641									
	ODUF: Message Processing, per Magnetic Tape provisioned					48.45									
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00010568									
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)															
	EODUF: Message Processing, per message					0.250015									

Resale Discounts & Rates - Mississippi										Attachment: 1		Exhibit: E																					
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-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	OSS Rates(\$)																				
													Rec	Nonrecurring		Nonrecurring Disconnect		SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN										
													First	Add'l	First	Add'l																	
APPLICABLE DISCOUNTS																																	
	Residence %					15.75																											
	Business %					15.75																											
	CSAs %					15.75																											
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																																	
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																																	
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEc	3.50	0.00	3.50	0.00																								
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00																								
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)																																	
	Selective Routing Per Unique Line Class Code Per Request Per Switch					85.19	85.19	14.19	14.19																								
ODUF/EODUF SERVICES																																	
OPTIONAL DAILY USAGE FILE (ODUF)																																	
	ODUF: Recording, per message					0.0000063																											
	ODUF: Message Processing, per message					0.004707																											
	ODUF: Message Processing, per Magnetic Tape provisioned					49.04																											
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00010669																											
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																																	
	EODUF: Message Processing, per message					0.250424																											

Resale Discounts & Rates - North Carolina										Attachment: 1		Exhibit: E	
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-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	
													Rec
APPLICABLE DISCOUNTS													
	Residence %					21.50							
	Business %					17.60							
	CSAs %					17.60							
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"													
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.													
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C	3.50	0.00	3.50	0.00				
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00				
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)													
	Selective Routing Per Unique Line Class Code Per Request Per Switch					188.59							
ODUF/EODUF SERVICES													
OPTIONAL DAILY USAGE FILE (ODUF)													
	ODUF: Recording, per message					0.0003							
	ODUF: Message Processing, per message					0.0032							
	ODUF: Message Processing, per Magnetic Tape provisioned					54.61							
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00004							
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)													
	EODUF: Message Processing, per message					0.2285406							

Resale Discounts & Rates - South Carolina										Attachment: 1		Exhibit: E			
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-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
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN
APPLICABLE DISCOUNTS															
	Residence %					14.80									
	Business %					14.80									
	CSAs %					8.98									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK	3.50	0.00	3.50	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00						
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)															
	Selective Routing Per Unique Line Class Code Per Request Per Switch					84.89	84.89	14.14	14.14						
ODUF/EODUF SERVICES															
OPTIONAL DAILY USAGE FILE (ODUF)															
	ODUF: Recording, per message					0.0000216									
	ODUF: Message Processing, per message					0.004704									
	ODUF: Message Processing, per Magnetic Tape provisioned					48.87									
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00010863									
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)															
	EODUF: Message Processing, per message					0.258301									

Resale Discounts & Rates - Tennessee											Attachment: 1		Exhibit: E											
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-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	OSS Rates(\$)											
													Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
APPLICABLE DISCOUNTS																								
	Residence %					16.00																		
	Business %					16.00																		
	CSAs %					16.00																		
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																								
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states.																								
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK	3.50	0.00	3.50	0.00															
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	19.99	0.00	19.99	0.00															
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)																								
	Selective Routing Per Unique Line Class Code Per Request Per Switch					179.60	179.60																	
ODUF/EODUF SERVICES																								
OPTIONAL DAILY USAGE FILE (ODUF)																								
	ODUF: Recording, per message					0.000044																		
	ODUF: Message Processing, per message					0.002446																		
	ODUF: Message Processing, per Magnetic Tape provisioned					35.54																		
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.0000339																		
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																								
	EODUF: Message Processing, per message					0.229779																		