



BellSouth Telecommunications, Inc.
150 South Monroe Street
Suite 400
Tallahassee, Florida 32301

Jerry.Hendrix@bellsouth.com

Jerry D. Hendrix
Vice President
Regulatory Relations

Phone: (850) 577-5550
Fax (850) 224-5073

April 11, 2006

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

060343-TP

Re: Approval of Amendment to the Interconnection, unbundling, resale & collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Mpower Communications Corp.


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 & collocation Agreement with Mpower Communications Corp.

The underlying agreement was filed on April 21, 2003 in docket no.: 030357-TP.

If you have any questions, please do not hesitate to call Robyn Holland at (850) 577-5551.

Very truly yours,


Regulatory Vice President

DOCUMENT NUMBER DATE

03272 APR 12 06

FPSC-COMMISSION CLERK

**Amendment to the Agreement
Between
Mpower Communications Corp.
and
BellSouth Telecommunications, Inc.
Dated February 28, 2003**

Pursuant to this Amendment, (the "Amendment"), Mpower Communications Corp. (Mpower), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated February 28, 2003 (Agreement) to be effective upon the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and Mpower entered into the Agreement on February 28, 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 that all terms, conditions, rates and provisions of the Agreement, dated February 28, 2003, shall remain in full force and effect for an additional period of thirty (30) days until May 18, 2006.
2. All of the other provisions of the Agreement, dated February 28, 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.

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

BellSouth Telecommunications, Inc.

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 4/6/06

Mpower Communications Corp.

By: Mike Gaffney

Name: Mike Gaffney

Title: CEO, FDN & SDN

Date: 4/6/06

For Mpower Comm. Corp.