

BellSouth Telecommunications, Inc. 850 224-7798
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150 South Monroe Street
Tallahassee, Florida 32301-1556

A. M. Lombardo
Regulatory Vice President

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RECORDS AND REPORTING

July 13, 1998

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

980883-TP

Re: Approval of an Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Interprise America, Inc. pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and Interprise America, Inc. are submitting to the Florida Public Service Commission an amendment to their negotiated agreement for the interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Interprise America, Inc. The Commission approved the initial agreement between the companies in Order No. PSC-98-0144-FOF-TP issued January 27, 1998.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and Interprise America, Inc. within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties aver that neither of these reasons exist as to the agreement they have negotiated and therefore, are very hopeful that the Commission shall approve their agreement.

Very truly yours,

A. M. Lombardo

A. M. Lombardo
Regulatory Vice President
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RECORDS AND REPORTING

**Amendment One to Interconnection Agreement
by and between BellSouth Telecommunications, Inc.
and Interprise America**

This Agreement refers to the Interconnection Agreement ("the Agreement") entered into by U S WEST Interprise America, Inc. ("Interprise America") and BellSouth Telecommunications, Inc. ("BellSouth") on October 8, 1997 in the state of Florida. This Amendment ("Amendment") is made by and between Interprise America and BellSouth and shall be deemed effective on the date executed by Interprise America and BellSouth.

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, Interprise America and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. BellSouth and Interprise America are entering into this Agreement for the purpose of amending section 20.1 of the Terms and Conditions contained in their existing Agreement to allow BellSouth to provide Interprise America subscriber listings contained in BellSouth's Directory Assistance Database to third parties such as other CLEC's, Independent Companies and Interexchange Carriers or other telecommunications service providers who may request such information.
2. The Parties agree that all other provisions of the Interconnection Agreement, dated October 8, 1997, shall remain in full force and effect.
3. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the Florida Public Service Commission or other regulatory body having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

U S WEST Interprise America, Inc.



Signature

Mary F. LaFave
Name

Director Regulatory Affairs
Title

May 21, 1998
Date

BellSouth Telecommunications, Inc.



Signature

Jerry D. Hendrix
Name

Director - Interconnection Services
Title

5/27/98
Date