



BellSouth Telecommunications, Inc
Suite 400
150 South Monroe Street
Tallahassee, Florida 32301-1556

Marshall M. Criser III
Regulatory Vice President

April 8, 1999

990416-TP

RECORDS AND
REPORTING

99 APR -8 PM 4:38

RECEIVED-FPSC

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

Re: Approval of an Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Network Telephone Corp. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and Network Telephone Corp. are submitting to the Florida Public Service Commission their amendment to their negotiated agreement for the purchase of BellSouth's telecommunications services for the purpose of resale to end users by Network Telephone Corp. The Commission approved the initial agreement between the companies in Order No. PSC-98-0870-FOF-TP issued July 1, 1998 in Docket 980416-TP.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the amendment to the negotiated agreement between BellSouth and Network Telephone Corp. 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 amendment.

Very truly yours,

Marshall M Criser III

Regulatory Vice President

(2)

DOCUMENT NO.
04984-99
Apr. 8

**Amendment No. 1 to
Resale Agreement by and between
BellSouth Telecommunications, Inc.
and Network Telephone, Inc.
dated February 7, 1998**

This Agreement ("the Amendment") refers to the Resale Agreement ("the Agreement") entered into by Network Telephone, Inc. ("Network Telephone") and BellSouth Telecommunications, Inc. ("BellSouth") dated February 7, 1998. This Amendment is made by and between Network Telephone and BellSouth and shall be deemed effective on the date executed by Network Telephone 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, Network Telephone and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. The table of Operational Support System (OSS) Rates contained in Exhibit A of the Agreement is hereby deleted in its entirety and replaced with new OSS rates as follows:

OPERATIONAL SUPPORT SYSTEMS (OSS) RATES	Electronic Per LSR received from the CLEC by one of the OSS interactive interfaces	Manual Per LSR received from the CLEC by means other than one of the OSS interactive interfaces
OSS Order Charge	\$3.50	\$19.99

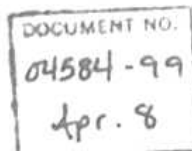
In addition to the OSS Charges, applicable discounted service order and related charges apply per the tariff.

2. Network Telephone will incur the mechanized rate for all LSRs, both mechanized and manual, if the percentage of mechanized LSRs to total LSRs exceeds the threshold percentages shown below:

Year	Ratio: Mechanized/Total LSRs
1999	70%
2000	80%
2001	90%

The threshold plan will be discontinued in 2002.

3. All other provisions of the Agreement dated February 7, 1998 shall remain in full force and effect.



4. Either or both of the Parties is authorized to submit this Amendment to the 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.

Network Telephone, Inc.

J. Henry Hendrix
Signature

J. Henry Hendrix
Name

VP
Title

3/23/99
Date

BellSouth Telecommunications, Inc.

Jerry D. Hendrix
Signature

Jerry D. Hendrix
Name

Director - Interconnection Services
Title

7/1/99
Date