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Suite 400 Fax 850 224-5073
150 South Monroe Street
Tallahassee, Florida 32301-1556

RECORDS AND REPORTING

Marshall M. Criser III
Regulatory Vice President

May 7, 1999

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

990574-TP

Dear Mrs. Bayo:

Re: Docket 990514-TP Approval of an Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Access Integrated Networks, Inc. pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and Access Integrated Networks, 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 Access Integrated Networks, Inc.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and Access Integrated Networks, 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,

Marshall M. Criser III
Regulatory Vice President
(2)

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FPSC BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

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FPSC-RECORDS/REPORTING

**Amendment No. 1 to the Interconnection Agreement
By and Between BellSouth Telecommunications, Inc.
And ACCESS Integrated Networks, Inc. Dated April 16, 1999**

This Agreement refers to the Interconnection Agreement ("the Agreement") entered into by ACCESS Integrated Networks, Inc. ("ACCESS Integrated") and BellSouth Telecommunications, Inc. ("BellSouth") on April 16, 1999. This Amendment ("Amendment") is made by and between ACCESS Integrated and BellSouth and shall be deemed effective on the date executed by ACCESS Integrated 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, ACCESS Integrated and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. BellSouth and ACCESS Integrated agree to replace the following rates in Table 1 of Exhibits 2, 4, 7, and 9, for the states of Florida, Kentucky, North Carolina, and Tennessee, respectively, of Attachment 11 of the Agreement as follows:

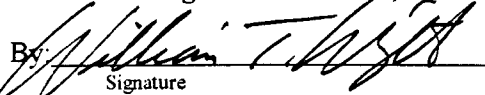
	Florida	Kentucky	North Carolina	Tennessee
2-Wire Analog VG Loop-SL1, per month	\$17.00	\$20.00	\$21.61	\$20.61
NRC - 1 st	\$80.00	\$86.08	\$86.50	\$80.00
NRC - Add'l	\$50.00	\$58.57	\$48.50	\$50.00
2-Wire Analog VG Loop-SL1-Manual Order Coord				
NRC - 1 st	\$65.00	\$65.00	\$65.00	\$65.00
NRC - Add'l	\$65.00	\$65.00	\$65.00	\$65.00

2. All of the other provisions of the Agreement shall remain unchanged and in full force and effect.

3. Either or both of the Parties is authorized to submit this Amendment to the appropriate State Public Service Commissions or other Regulatory Agencies 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.

ACCESS Integrated Networks, Inc.

By: 
Signature

Name: William T. Wright
Printed Name

Title: President

Date: 4-21-99

BellSouth Telecommunications, Inc.

By: 
Signature

Name: Jerry D. Hendrix
Printed Name

Title: Sr. Director

Date: 4/22/99