

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

Marshall M. Criser III
Regulatory Vice President

November 12, 1999

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RECORDS AND REPORTING

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

991715-TP

Re: Approval of an Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and DSLNET Communications, LLC 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 DSLNET Communications, LLC 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 DSLNET Communications, LLC. The initial agreement between the companies was filed March 9, 1999 in Docket 990292-TP.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and DSLNET Communications, LLC 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

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ATTACHMENT TO TRANSMITTAL LETTER

The Amendment entered into by and between DSLnet Communications, Inc. and BellSouth Telecommunications, Inc., dated October 20, 1999 for all nine states consists of the following:

ITEM	NO. PAGES
Amendment	1
TOTAL	1

10/20/99

**AMENDMENT
TO THE
AGREEMENT BETWEEN
BELL SOUTH TELECOMMUNICATIONS, INC.
AND DSLNET COMMUNICATIONS, LLC
DATED FEBRUARY 16, 1999**

Pursuant to this Agreement, (the "Amendment"), DSLNET Communications, Inc. ("DSL"), 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 16, 1999 ("Agreement").

WHEREAS, DSL and BellSouth adopted in its entirety the DIECA Communications, Inc., d/b/a Covad Communications Company Interconnection Agreement executed December 1, 1998; 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. Attachment 4 of the Interconnection Agreement, as amended on July 6, 1999, is hereby amended to removed the following language:

The rates, terms and conditions contained within this Attachment were negotiated as a whole and each rate, term and condition within the Attachment is interdependent upon the other rates, terms and conditions.

2. All of the other provisions of the Agreement, dated February 16, 1999, shall remain in full force and effect.

3. Either or both of the Parties is 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 hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

DSLNET Communications, LLC

By Wendy S. Bluemling

Name: Wendy S. Bluemling

Title: Director- Regulatory

Date: October 18, 1999

BellSouth Telecommunications, Inc.

By: Jerry Hendrix

Name: Jerry Hendrix

Title: Senior Director

Date: 10/20/99