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BellSouth Telecommunications, Inc 850 224-7798
Suite 400 Fax 850 224-5073
150 South Monroe Street
Tallahassee, Florida 32301-1556

Marshall M. Criser III
Regulatory Vice President

RECORDS AND
REPORTING

October 23, 2000

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

001598-TP

Re: Approval of an Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and NOS Communications, Inc. 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 NOS Communications, Inc. 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 NOS Communications, Inc. The Commission approved the initial agreement between the companies in Order No. PSC-98-1734-FOF-TP issued December 21, 1998 in Docket 981245-TP. This amendment terminates the Agreement between BellSouth and NOS Communications, Inc.

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 NOS Communications, 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 amendment.

Very truly yours,

Marshall M. Criser III
Regulatory Vice President

(28)

DOCUMENT NUMBER-DATE

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FPSC-RECORDS/REPORTING

ATTACHMENT TO TRANSMITTAL LETTER

The Agreement entered into by and between NOS Communications, Inc. and BellSouth Telecommunications, Inc., dated 08/21/2000; for the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee consists of the following:

ITEM	NO. PAGES
Amendment	1
TOTAL	1

08/22/00

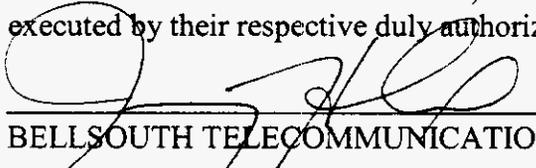
AMENDMENT TO
RESALE AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
AND NOS COMMUNICATIONS, INC.
DATED JULY 21, 1998

Pursuant to this Agreement (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and NOS Communications, Inc. ("NOS Communications, Inc.") hereinafter referred to collectively as the "Parties" hereby agree to amend that certain Resale Agreement between the Parties dated July 21, 1998 ("Resale Agreement").

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, BellSouth and NOS Communications, Inc. hereby covenant and agree as follows:

1. The Resale Agreement dated July 21, 1998 between BellSouth and NOS Communications, Inc. has hereby been terminated and is no longer of any further effect pursuant to the verbal request received on August 14, 2000 from NOS Communications, Inc. Should NOS Communications, Inc. seek to establish an agreement for Resale or Interconnection with BellSouth at a later date in the future, NOS Communications, Inc. shall contact BellSouth at that time to initiate the negotiations process for the requested agreement.

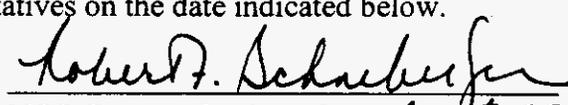
IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.


BELLSOUTH TELECOMMUNICATIONS, INC.

NAME: Jerry Hendrix

TITLE: Sr. Director - Interconnection Svcs

DATE: 8/21/00


NOS Communications, Inc. *by its agent*

GLOBAL TELECOMPETITION CONSULTANTS

NAME: ROBERT F. SCHNEBERGER

TITLE: Executive Vice Pres.

DATE: August 18, 2000