



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

February 13, 2001

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

010226-TP

Re: Approval of a Name Change Amendment to the Interconnection Unbundling Resale and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and MGC Communications d/b/a Mpower Communications Corporation 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 MGC Communications d/b/a Mpower Communications Corporation 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 MGC Communications d/b/a Mpower Communications Corporation. The Commission approved the initial agreement between the companies in Order No. 00-2422-FOF-TP issued December 18, 2000 in Docket 001509-TP. This amendment changes the company's name from MGC Communications d/b/a Mpower Communications Corporation to Mpower Communications Corp.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and MGC Communications d/b/a Mpower Communications Corporation 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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ATTACHMENT TO TRANSMITTAL LETTER

The Amendment entered into by and between Mpower Communications Corp. and BellSouth Telecommunications, Inc., dated January 4, 2001, 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
Exhibit 1 Title Page	1
Exhibit C - Rates	3
TOTAL	5

**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
MGC COMMUNICATIONS d/b/a MPOWER COMMUNICATIONS CORPORATION AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 21, 2000**

Pursuant to this Agreement, (the "Amendment") MGC Communications d/b/a Mpower Communications Corporation ("MGC") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 21, 2000 ("Interconnection Agreement").

NOW THEREFORE, in consideration of the mutual promises and covenants 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. MGC has changed the name of said business to Mpower Communications Corp., a Nevada corporation. The Interconnection Agreement is hereby amended to reflect the name change.
2. Replace certain Georgia rates in Exhibit C of Attachment 2 with rates shown in the attached Exhibit 1.
3. All of the other provisions of the Interconnection Agreement, dated June 21, 2000, shall remain in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission 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.

Mpower Communications Corp.

By: *James D. Mitchell III*
Name: James D. Mitchell III
Title: Regional President
Date: 12/12/00

BellSouth Telecommunications, Inc.

By: *C.W. Boltz*
Name: C.W. BOLTZ
Title: MANAGING DIRECTOR
Date: 1/4/01

EXHIBIT 1

**BELLSOUTH/MPOWER RATES
NETWORK ELEMENTS
AND OTHER SERVICES**

DESCRIPTION	USOC	GA
LOOP, INCLUDING NID		
2-Wire ADSL Compatible Loop		
RC - Statewide, per month	UAL2W	NA
Zone 1, per month	UAL2W	\$11.23
Zone 2, per month	UAL2W	\$12.97
Zone 3, per month	UAL2W	\$20.62
Zone 4, per month	UAL2W	NA
NRC - 1st	UAL2W	\$104.17
NRC - Add'l	UAL2W	\$78.10
NRC - Disconnect Charge - 1st	UAL2W	NA
NRC - Disconnect Charge - Add'l	UAL2W	NA
NRC - Service Order submitted Electronically, per LSR	SOMEK	\$3.50
NRC - Service Order submitted Electronically, per LSR - Disconnect	SOMEK	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
NRC - Incremental Charge - Manual Service Order - Disconnect	SOMAN	NA
NRC - Incremental Charge - Order Coordination - Time Specific (per LSR)	OCOSL	\$34.22
2-Wire HDSL Compatible Loop		
Statewide, per month	UHL2W	NA
Zone 1, per month	UHL2W	\$7.88
Zone 2, per month	UHL2W	\$9.09
Zone 3, per month	UHL2W	\$14.46
Zone 4, per month	UHL2W	NA
NRC - 1st	UHL2W	\$104.17
NRC - Add'l	UHL2W	\$78.10
NRC - Disconnect Charge - 1st	UHL2W	NA
NRC - Disconnect Charge - Add'l	UHL2W	NA
NRC - Service Order submitted Electronically, per LSR	SOMEK	\$3.50
NRC - Service Order submitted Electronically, per LSR - Disconnect	SOMEK	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
NRC - Incremental Charge - Manual Service Order - Disconnect	SOMAN	NA
NRC - Incremental Charge - Order Coordination - Time Specific (per LSR)	OCOSL	\$34.22
4-Wire HDSL Compatible Loop		
Statewide, per month	UHL4W	NA
Zone 1, per month	UHL4W	\$10.39
Zone 2, per month	UHL4W	\$12.00
Zone 3, per month	UHL4W	\$19.07
Zone 4, per month	UHL4W	NA
NRC - 1st	UHL4W	\$104.17
NRC - Add'l	UHL4W	\$78.10
NRC - Disconnect Charge - 1st	UHL4W	NA
NRC - Disconnect Charge - Add'l	UHL4W	NA
NRC - Service Order submitted Electronically, per LSR	SOMEK	\$3.50
NRC - Service Order submitted Electronically, per LSR - Disconnect	SOMEK	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
NRC - Incremental Charge - Manual Service Order - Disconnect	SOMAN	NA
NRC - Incremental Charge - Order Coordination - Time Specific (per LSR)	OCOSL	\$34.22
2-Wire Unb Copper Loop/Short (< or = 18kft)		

Version 3Q00 10/25/00

Rates are based on Interim Georgia Rates 10/27/00

BELLSOUTH/MPower RATES
NETWORK ELEMENTS

RC - Statewide, per moth	UCLPW	NA
Zone 1, per month	UCLPW	\$11.90
Zone 2, per month	UCLPW	\$13.74
Zone 3, per month	UCLPW	\$21.83
Zone 4, per month	UCLPW	NA
NRC - 1st	UCLPW	\$104.17
NRC - Add'l	UCLPW	\$78.10
NRC - Disconnect Charge - 1st	UCLPW	NA
NRC - Disconnect Charge - Add'l	UCLPW	NA
NRC - Service Order submitted Electronically, per LSR	SOMECE	\$3.50
NRC - Setvice Order submitted Electronically, per LSR - Disconnect	SOMECE	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
NRC - Incremental Charge - Manual Service Order - Disconnect - 1st	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - Disconnect - Add'l	SOMAN	NA
NRC - Incremental Charge - Manual Order Coordination - per loop	UCLMC	\$36.46
2-Wire Unb Copper Loop/Long (> 18kft)		
RC - Statewide, per month	UCL2W	NA
Zone 1, per month	UCL2W	\$35.43
Zone 2, per month	UCL2W	\$40.91
Zone 3, per month	UCL2W	\$65.02
Zone 4, per month	UCL2W	NA
NRC - 1st	UCL2W	\$104.17
NRC - Add'l	UCL2W	\$78.10
NRC - Disconnect Charge - 1st	UCL2W	NA
NRC - Disconnect Charge - Add'l	UCL2W	NA
NRC - Service Order submitted Electronically, per LSR	SOMECE	\$3.50
NRC - Setvice Order submitted Electronically, per LSR - Disconnect	SOMECE	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manuaj Service Order - 1st	SOMAN	18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	8.42
NRC - Incremental Charge - Manual Service Order - Disconnect - 1st	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - Disconnect - Add'L	SOMAN	NA
NRC - Incremental Charge - Manual Order Coordination - per loop	UCLMC	\$36.46
4-Wire Unb Copper Loop/Short (< or = 18kft)		
RC - Statewide, per month	UCL4W	NA
Zone 1, per month	UCL4W	\$16.65
Zone 2, per month	UCL4W	\$19.22
Zone 3, per month	UCL4W	\$30.55
Zone 4, per month	UCL4W	NA
NRC - 1st	UCL4W	\$104.17
NRC - Add'l	UCL4W	\$78.10
NRC - Disconnect Charge - 1st	UCL4W	NA
NRC - Disconnect Charge - Add'l	UCL4W	NA
NRC - Service Order submitted Electronically, per LSR	SOMECE	\$3.50
NRC - Setvice Order submitted Electronically, per LSR - Disconnect	SOMECE	NA
NRC - Service Order submitted Manually, per LSR	SOMAN	NA
NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
NRC - Incremental Charge - Manual Service Order - Disconnect	SOMAN	NA
NRC - Incremental Charge - Manual Service Order - Disconnect - Add'L	SOMAN	NA
NRC - Incremental Charge - Manual Order Coordination - per loop	UCLMC	\$36.46

Version 3.000 10/25/00

Rates are based on Interim Georgia Rates 10/27/00

BELLSOUTH/MPOWER RATES
NETWORK ELEMENTS

4-Wire Unb Copper Loop/Long (>18kft)			
	Statewide, Per month	UCL4O	NA
	Zone 1, per month	UCL4O	\$47.56
	Zone 2, per month	UCL4O	\$54.92
	Zone 3, per month	UCL4O	\$87.30
	Zone 4, per month	UCL4O	NA
	NRC - 1st	UCL4O	\$104.17
	NRC - Add'l	UCL4O	\$78.10
	NRC - Disconnect Charge - 1st	UCL4O	NA
	NRC - Disconnect Charge - Add'l	UCL4O	NA
	NRC - Service Order submitted Electronically, per LSR	SOMEK	\$3.50
	NRC - Service Order submitted Electronically, per LSR - Disconnect	SOMEK	NA
	NRC - Service Order submitted Manually, per LSR	SOMAN	NA
	NRC - Service Order submitted Manually, per LSR, Disconnect	SOMAN	NA
	NRC - Incremental Charge - Manual Service Order - 1st	SOMAN	\$18.94
	NRC - Incremental Charge - Manual Service Order - Add'l	SOMAN	\$8.42
	NRC - Incremental Charge - Manual Service Order - Disconnect	SOMAN	NA
	NRC - Incremental Charge - Manual Service Order - Disconnect - Add'l	SOMAN	NA
	NRC - Incremental Charge - Manual Order Coordination - per loop	UCLMC	\$36.46
Unbundled Loop Modification/Conditioning			
	NRC - Load Coil/Equipment Removal per 2 wire pair - Loops less than or equal to 18kft **	ULM2L	\$67.39
	- Incremental Charge - Manual Service Order		\$1.89
	NRC - Load Coil/Equipment Removal per 2 Wire pair - Loops greater than 18kft - 1st **	ULM2G	\$337.50
	- Incremental Charge - Manual Service Order		\$18.84
	NRC - Load Coil/Equipment Removal per 2 Wire pair - Loops greater than 18kft - Add'l **	ULM2G	\$337.50
	- Incremental Charge - Manual Service Order		\$18.84
	NRC - Load Coil/Equipment Removal per 4 Wire pair - Loops less than or equal to 18kft **	ULM4L	\$67.39
	- Incremental Charge - Manual Service Order		\$1.89
	NRC - Load Coil/Equipment Removal per 4 Wire pair - Loops greater than 18kft - 1st **	ULM4G	\$337.50
	- Incremental Charge - Manual Service Order		\$18.84
	NRC - Load Coil/Equipment Removal per 4 Wire pair - Loops greater than 18kft - Add'l **	ULM4G	\$337.50
	- Incremental Charge - Manual Service Order		\$18.84
	NRC - Bridge Tap Removal per pair unloaded **	ULMBT	\$78.10
	- Incremental Charge - Manual Service Order		\$1.89
Notes:			
Certain rates shown are interim and subject to tru-up based upon final Order in Docket Number 11900-U.			
BellSouth is in the process of enhancing its billing systems to accommodate a deaveraged UNE zone billing structure. Until such time that these enhancements are accomplished, only the rate for Zone 1 will be applied to services residing in Zones 1, 2, 3, or, where applicable, 4. Once the billing enhancements are complete, estimated to be approximately mid year 2001, the appropriate Zone rate will apply to services residing in each Zone.			

