

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

0'0229-TP

Re: Approval of an Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Strategic Technologies, 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 Strategic Technologies, 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 Strategic Technologies, Inc. The Commission approved the initial agreement between the companies in Order No. PSC-99-0788-FOF-TP issued April 21, 1999 in Docket 990239-TP. This amendment terminates the resale agreement.

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 Strategic Technologies, 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,


Regulatory Vice President
(22)

DOCUMENT NUMBER-DATE

02058 FEB 13 2001

FPS-C-RECORDS-REPORTING

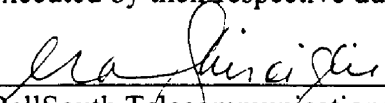
AMENDMENT TO
RESALE AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
AND STRATEGIC TECHNOLOGIES, INC.
DATED: January 25, 1999

Pursuant to this Agreement (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and Strategic Technologies, Inc. ("Strategic Technologies") hereinafter referred to collectively as the "Parties" hereby agree to amend that certain Resale Agreement between the Parties dated January 25, 1999 ("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 Strategic Technologies hereby covenant and agree as follows:

1. The Resale Agreement dated January 25, 1999 between BellSouth and Strategic Technologies has hereby been terminated and is no longer of any further effect pursuant to the electronic mail request received on December 12, 2000 from Strategic Technologies. Should Strategic Technologies seek to establish an agreement for Resale or Interconnection with BellSouth at a later date in the future, Strategic Technologies shall contact BellSouth at that time to initiate the negotiations process for the requested agreement.

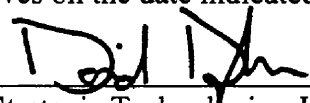
IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.


BellSouth Telecommunications, Inc.

NAME: Elizabeth R.A. Skiraiski

TITLE: Managing Director

DATE: 12/19/00


Strategic Technologies, Inc.

NAME: David Drykerman

TITLE: Business Development Mgr.

DATE: 12-13-00