

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

April 5, 2001

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

010404-TP

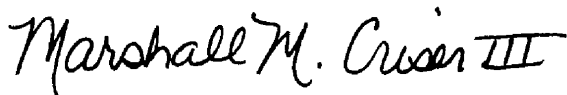
Re: Approval of the Collocation Amendment Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and XO Florida, Inc. formerly known as NEXTLINK Florida, Inc. pursuant to Section 252(e) of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and XO Florida, Inc. formerly known as NEXTLINK Florida, Inc. are submitting to the Florida Public Service Commission their negotiated amendment for collocation. The Commission approved the initial agreement between the companies in Order No. PSC-98-1052-FOF-TP issued August 6, 1998 in Docket 980614-TP. This amendment extends the term of the Agreement to June 22, 2001; provides fiber cross connect rates; and changes NEXTLINK's name to XO Florida, Inc.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the collocation amendment between BellSouth and XO Florida, Inc. formerly known as NEXTLINK Florida, Inc. within 90 days of its submission. The Commission may only reject such an amendment if it finds that the amendment or any portion of the amendment discriminates against a telecommunications carrier not a party to the amendment or the implementation of the amendment or any portion of the amendment is not consistent with the public interest, convenience and necessity. Both parties represent that neither of these reasons exists as to the amendment they have negotiated and therefore, are very hopeful that the Commission shall approve their amendment.

Very truly yours,



Regulatory Vice President

(2d)

DOCUMENT NUMBER-DATE
04256 APR-5 2001
FPSC-RECORDS/REPORTING

ATTACHMENT TO TRANSMITTAL LETTER

The Amendment entered into by and between NEXTLINK Florida, Inc. and BellSouth Telecommunications, Inc., dated March 1, 2001 for the state of Florida consists of the following:

| ITEM | NO. PAGES |
|-----------|--------------|
| Amendment | 2 |
| TOTAL | 2 |

03/08/01

**SECOND AMENDMENT
TO THE
AGREEMENT BETWEEN
NEXTLINK FLORIDA, INC. AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED APRIL 8, 1998**

Pursuant to this Amendment (the "Amendment"), NEXTLINK Florida, Inc. ("NEXTLINK") and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Collocation Agreement between the Parties dated April 8, 1998 ("Agreement").

WHEREAS, BellSouth and NEXTLINK entered into the Agreement on April 8, 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. NEXTLINK Florida, Inc. has changed the name of said business to XO Florida, Inc., a Washington corporation. The Parties wish to amend the Agreement to reflect the correct corporate entity name. The name NEXTLINK Florida, Inc. in the Collocation Agreement is hereby deleted throughout the Collocation Agreement and replaced with XO Florida, Inc.
2. The Parties also agree to amend this Agreement to include the following rates for Fiber Cross Connects:

| <u>USOC</u> | <u>CROSS CONNECTS</u> | <u>UNIT</u> | <u>RECURRING RATE (RC)</u> | <u>NON-RECURRING RATE (NRC)</u> |
|-------------|-----------------------|-------------------|----------------------------|---------------------------------|
| PE1F2 | 2 – fiber | Per Cross Connect | \$2.96 | First/Add'l \$53.28/\$39.66 |
| PE1F4 | 4 – fiber | Per Cross Connect | \$5.66 | First/Add'l \$66.08/\$52.47 |

3. The Parties also agree to extend the term of this Agreement to June 22, 2001 to run co-terminus with the term of the June 23, 1998 Interconnection Agreement between the Parties.
4. All of the other provisions of the Agreement, dated April 8, 1998, shall remain in full force and effect.
5. 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.

BellSouth Telecommunications, Inc.

By: Pat C. Fowler

Name: Patricia C. Fowler

Title: Marketing Director

Date: 3/1/01

NEXTLINK Florida, Inc.

By: R. Gerard Saleme

Name: R. Gerard Saleme

Title: Senior Vice President

Date: 2-27-01