



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

June 12, 2001

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

010840-TP

Re: Approval of an Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Compass Telecommunications Inc. 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 Compass Telecommunications Inc. 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 Compass Telecommunications Inc. The Commission approved the initial agreement between the companies in Order No. 01-0985-FOF-TP issued April 20, 2001 in Docket 010295-TP. This amendment changes the company's name from Compass Telecommunications Inc. to Compass Telecommunications Incorporated.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and Compass Telecommunications 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 agreement.

Very truly yours,

Marshall M. Criser III

Regulatory Vice President

(22)

DOCUMENT NUMBER-DATE

07322 JUN 12 01

FPSC-RECORDS/REPORTING

ATTACHMENT TO TRANSMITTAL LETTER

The Amendment to the Agreement entered into by Compass Telecommunications, Inc. and BellSouth Telecommunications, Inc., dated 11/28/2000, for the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee consists of the following:

| ITEM | NO. PAGES |
|-----------------------|-----------|
| Name Change Amendment | 1 |
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**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
COMPASS TELECOMMUNICATIONS, Inc. AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED 11/28/2000**

Pursuant to this Amendment to the Interconnection Agreement between Compass Telecommunications, Inc. and BellSouth Telecommunications, Inc. ("The Amendment"), Compass Telecommunications, Inc. ("Interconnector") and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated 11/28/2000 ("Interconnection Agreement").

WHEREAS, Compass Telecommunications, Inc. has changed the name of said business to Compass Telecommunications Incorporated, a Nevada corporation.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

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. The name of Compass Telecommunications, Inc. in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with Compass Telecommunications Incorporated ("Compass").

2. All of the other provisions of the Interconnection Agreement, dated 11/28/2000, shall remain in full force and effect.

3. 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: CW Boltz

Name: C.W. BOLTZ

Title: MANAGING DIRECTOR

Date: 3-1-01

**Compass Telecommunications
Incorporated**

By: James R. Hirschy

Name: James R. Hirschy

Title: EVP, COO

Date: January 25, 2001