

BellSouth Telecommunications, Inc.
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August 06, 2001

Marshall M. Criser III
Vice President
Regulatory & External Affairs

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COMMISSION
CLERK

011037-TP

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

Re: Approval of an Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and NOW 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 NOW 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 NOW Communications, Inc.. The Commission approved the initial agreement between the companies in Order No. PSC-00-2067-FOF-TP issued October 30, 2000 in Docket 001161-TP. This amendment changes the name to include the entities listed in Exhibit A..

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 NOW 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

(LKH)

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**Amendment to the Resale Agreement
By and Between BellSouth Telecommunications, Inc.
And
NOW Communications, Inc.
Dated August 1, 2000**

Pursuant to this Agreement, (the "Amendment"), NOW Communications, Inc. ("NOW"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Resale Agreement between the Parties dated August 1, 2000 ("Agreement").

WHEREAS, BellSouth and NOW entered into a Resale Agreement on August 1, 2000, and;
WHEREAS, the Parties desire to amend the Agreement to incorporate all account of such entities under this Agreement, 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. The Parties hereby agree to delete in its entirety the first paragraph of the Agreement and replace it with the following paragraph, which references Part C of the General Terms and Conditions of the Agreement. Such Part C is attached to this Amendment as Exhibit A, which is attached and incorporated herein by reference,

THIS AGREEMENT is made by and between BellSouth Telecommunications, Inc., ("BellSouth"), a Georgia corporation, and the telecommunications entities set forth in Part C to the General Terms and Conditions ("NOW"). This agreement may refer to either BellSouth or NOW or both as a "Party" or "Parties."

2. For electronic filing purposes in the State of Louisiana, the CLEC Louisiana Certification Number is required and must be provided by NOW prior to filing of the Agreement. The CLEC Louisiana Certification Number for NOW is TSP00115.

3. All of the other provisions of the Agreement, dated August 1, 2000, shall remain in full force and effect.

4. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities 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.

NOW Communications, Inc.

BellSouth Telecommunications, Inc.



Signature



Signature




Name



Name



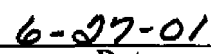
Title



Title



Date



Date

NOW Communications, Inc.
Tel-Link
Talk Solutions
Telstar
First Tel