

**BellSouth Telecommunications, Inc.**

Suite 400  
150 South Monroe Street  
Tallahassee, FL 32301-1556

marshall.criser@bellsouth.com

**Marshall M. Criser III**  
Vice President  
Regulatory & External Affairs

850 224 7798  
Fax 850 224 5073

June 12, 2002

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

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and KMC Holdings, Inc. (filing on behalf of their Florida affiliates) 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 KMC Holdings, Inc. (filing on behalf of their Florida affiliates) 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 KMC Holdings, Inc. (filing on behalf of their Florida affiliates). The initial agreement between the companies was filed in Docket No. 001701-TP, on November 14, 2000, and was deemed effective by Order No. PSC-01-0606-FOF-TP on March 13, 2001

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting this amendment to the negotiated agreement between BellSouth and KMC Holdings, Inc. (filing on behalf of their Florida affiliates) 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 agree that neither of these reasons exists as to the agreement they have negotiated and therefore, as such this amendment should be deemed effective by operation of law on September 12, 2002.

Very truly yours,

*Marshall M. Criser III*

Regulatory Vice President (KA)

DOCUMENT NUMBER DATE

06130 JUN 12 02

FPSC-COMMISSION CLERK

AMENDMENT TO  
INTERCONNECTION AGREEMENT BETWEEN  
BELLSOUTH TELECOMMUNICATIONS, INC.  
AND KMC TELECOM HOLDINGS, INC.  
DATED OCTOBER 6, 2000

This Agreement (the "Amendment") is made and entered into between BellSouth Telecommunications, Inc. ("BellSouth") a Georgia corporation, and KMC Telecom Holdings, Inc., ("KMC"), a Delaware corporation, on behalf of itself and its certificated operating affiliates identified in Attachment A hereto.

WHEREAS, The Parties desire to amend that certain Interconnection Agreement between BellSouth and KMC dated October 6, 2000 (the "Interconnection 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 KMC hereby covenant and agree as follows:

1. Attachment 2, Exhibit C of the Interconnection Agreement is hereby amended to incorporate DS1 and DS3 cross connect rates for virtual collocation into the Agreement. Said rates are as set forth in Exhibit 1 hereto.
2. The Parties agree that all of the other provisions of the Interconnection Agreement dated October 6, 2000 shall remain in full force and effect.

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

Gregory R Follenber  
BellSouth Telecommunications, Inc.  
By: Gregory R Follenber  
Title: Senior Director  
Date: 5/1/02

Michael P. Duke  
KMC Telecom Holdings, Inc.  
By: Michael P. Duke  
Title: Director - Government Affairs  
Date: May 1, 2002

# ATTACHMENT A

AMENDMENT TO  
INTERCONNECTION AGREEMENT BETWEEN  
BELLSOUTH TELECOMMUNICATIONS, INC.  
AND KMC TELECOM HOLDINGS, INC.  
DATED OCTOBER 6, 2000

Attachment A

SCHEDULE OF KMC HOLDINGS, INC. (KMC TELECOM) OPERATING  
AFFILIATES

KMC Telecom III, Inc., KMC Telecom V, Inc. (AL, FL, GA, LA, MS, SC, TN)

KMC Telecom II, Inc., KMC Telecom III, Inc., KMC Telecom V, Inc. (NC)

KMC Telecom V, Inc. (KY)

249806

SCHEDULE OF KMC HOLDINGS, INC. (KMC TELECOM) OPERATING  
AFFILIATES

KMC Telecom III, Inc., KMC Telecom V, Inc. (AL, FL, GA, LA, MS, SC, TN)

KMC Telecom II, Inc., KMC Telecom III, Inc., KMC Telecom V, Inc. (NC)

KMC Telecom V, Inc. (KY)

249806

6789856556  
6789856556;

SENT BY: KMC TELECOM;

MAY - 1 - 02 5:13PM;

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UNBUNDLED NETWORK ELEMENTS - Alabama										Attachment: 2		Exhibit: B			
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l				
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)				
						First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
<b>OPERATIONAL SUPPORT SYSTEMS</b>															
NOTE: (1) Electronic Service Order: CLEC should contact its contract negotiator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOME C rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBR-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BBR-LO, the listed SOME C rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.															
	Electronic OSS Charge, per LSR submitted via B3T's OSS interactive interfaces (Regional)				SOME C	3.50									
<b>VIRTUAL COLLOCATION</b>															
	Virtual collocation - DS1 Cross Connects		US1, ULC, AMTFS, ULP, UXTD1, UNC1X, ULDD1, U1TD1, USLE1, UNLD1	CNC1X	7.50	155.00	14.00								
	Virtual collocation - DS3 Cross Connects		US1, ULC, AMTFS, UE3, U1TD3, JXTS1, UKTD3, UNC3X, UNC3X, ULDD3, L1TS1, ULGS1, UD1SX, UN1D3	CND3X	56.26	151.60	11.83								

UNBUNDLED NETWORK ELEMENTS - Florida										Attachment 2		Exhibit B								
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	OBS Rates(\$)								
												Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN
												First	Add'l	First	Add'l					
<b>OPERATIONAL SUPPORT SYSTEMS</b>																				
NOTE: (1) Electronic Service Order: CLEC should contact its central registrar if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.																				
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOME C rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BRL-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BRL-LO, the listed SOME C rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.																				
	Manual Service Order Charge per LSR, Disconnected Only (FL)																			
	Electronic OSS Charge, per LSR, submitted via BSI's OSS interactive interfaces (Region1)												3.60							
<b>VIRTUAL COLLOCATION</b>																				
	Virtual collocation - DS1 Cross Connects		USL, U, C, AMTFS, ULR, UKT1, UNC1X, ULDD1, U1TD1, USLE1, UNLD1	CNC1X	7.50	155.00		14.00												
	Virtual collocation - DS3 Cross Connects		USL, U, C, AMTFS, U, U1TD3, UKT3, UKT3X, UNCSX, UNCSX, ULDD3, U1TS1, ULDS1, UDLX, UNLD3	CND3X	56.25	151.90		11.83												











































UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment: 2	Exhibit: 5	
CATEGORY	RATE ELEMENTS	Interin Zone	BCS	USOC	RATES(1)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect	SOME C	SOMAN	SOMAN	SOMAN
OPERATIONAL SUPPORT SYSTEMS												
NOTE: (1) Electronic Service Order: CLEC should contact its consent regulator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently bears the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.												
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOME C rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBL-LO) to determine if a product can be ordered electronically. For elements that cannot be ordered electronically at present per the BBL-LO, the listed SOME C rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual order charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.												
	Electronic OSS Charge, per LSR, submitted via EST's OSS interactive interface (Regional)				SOME C	3.50						
VIRTUAL COLLOCATION												
	Virtual collocation - DS1 Cross Connects		USL, UL, C, AM, F, S, U, LR, UXTD1, UNC1X, ULDD1, UXTD1, US, EL, UNLD1	CNC1X	7.60	155.00	14.00					
	Virtual collocation - DS3 Cross Connects		USL, UL, C, AM, F, S, U, E3, U1TD3, UXTS1, UXTD3, UNC3X, UNC3X, ULCO3, U1TS1, U, DS1, U, DSX, UNLD3	CND3X	56.26	151.96	11.63					



UNBUNDLED NETWORK ELEMENTS - Louisiana															
CATEGORY	RATE ELEMENTS	Interlan Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B		Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
					Rec	Nonrecurring		Nonrecurring Disconnect			Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st			
					First	Add'l	First	Add'l	SOMEK	SOMAN			SOMAN	SOMAN	SOMAN
<b>OPERATIONAL SUPPORT SYSTEMS</b>															
NOTE: (1) Electronic Service Order. CLEC should contact its contract negotiator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEK rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BSR-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BSR-LO, the listed SOMEK rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.															
	Electronic OSS Charge, per LSR, submitted via 331's OSS Interactive Interfaces (Regional)				SOMEK	3.50									
<b>VIRTUAL COLLOCATION</b>															
	Virtual collocation - DS1 Cross Connects		USL, ULC, AMTFS, JLR, UXTD1, UNC1X, ULDD1, U1TD1, USLE1, UNLD1	CNC1X	104	21.39	15.47				15.20				
	Virtual collocation - DS3 Cross Connects		USL, ULC, AMTFS, UES, U1TD3, UXTS1, UXTD3, UNC3X, UNC5X, U1DD3, U1TS1, ULDS1, UD_5X, UN_D9	CND3X	1321	20.28	14.76				15.23				

UNBUNDLED NETWORK ELEMENTS - Mississippi											Attachment 2		Exhibit B		
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
					Rec	Nonrecurring		Nonrecurring Disconnect							OSS Rates(\$)
						First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
<b>OPERATIONAL SUPPORT SYSTEMS</b>															
NOTE: (1) Electronic Service Order: CLEC should contact its contract negotiator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEK rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBL-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BBL-LO, the listed SOMEK rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.															
	Manual Service Order Charge, per LSR Disconnect Only (MS)				SOMAN					1.37					
	Electronic OSS Charge, per LSR, submitted via BSL's OSS interactive interfaces (Regional)				SOMEK	3.50									
<b>VIRTUAL COLOCATION</b>															
	Virtual collocation - DS1 Cross Connects		JSL, ULC, AMTFS, ULR, UKTD1, UNC1X, ULDD1, U1TD1, USLE1, UNLD1		CNC1X	1.14	22.16	16.02	6.80	5.67		15.75			
	Virtual collocation - DS3 Cross Connects		USL, ULC, AMTFS, UE3, U1TD3, UKTS1, UKTD3, UNC3X, UNC3X, ULDD3, U1TD3, ULD3, U1TS1, ULD3, ULD3X, UNLD3		CND3X	14.49	21.01	15.29	7.81	6.10		15.75			

UNBUNDLED NETWORK ELEMENTS - North Carolina										Attachment: 2		Exhibit: B							
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	OSS Rates(\$)							
												Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN
												First	Add'l	First	Add'l				
<b>OPERATIONAL SUPPORT SYSTEMS</b>																			
NOTE: (1) Electronic Service Order: CLEC should contact its contract negotiator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The Electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.																			
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEK rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBL-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BBL-LO, the listed SOMEK rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.																			
	Electronic OSS Charge, per LSR, submitted via BSL's OSS Intrazone interfaces (Regional)			SONEC		3.60													
<b>VIRTUAL COLLOCATION</b>																			
	Virtual collocation - DS1 Cross Connects		USL, ULCA, AMTFS, ULR, UXTD1, UNC1X, ULDD1, U1TD1, USLEL, UNL01	CNC1X	0.97	71.02	61.06												
	Virtual collocation - DS3 Cross Connects		USL, ULCA, AMTFS, U E3, U1TD3, UXTS1, UXTD3, UNC3X, UNCSX, ULDD3, U1TS1, ULDS1, UDL3X, UNL03	CND3X	56.25	161.90	11.83												

UNBUNDLED NETWORK ELEMENTS - South Carolina										Attachment: 2		Exhibit: B		
CATEGORY	RATE ELEMENTS	Interv. Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
					Rec	Nonrecurring		Nonrecurring Disconnect						
						First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN
<b>OPERATIONAL SUPPORT SYSTEMS</b>														
NOTE: (1) Electronic Service Order. CLEC should contact its contract negotiator if it prefers the state specific electronic service ordering charges as ordered by the State Commission. The electronic service ordering charge currently contained in this rate exhibit is the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.														
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEK rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBR-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BBR-LO, the listed SOMEK rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.														
	Manual Service Order Charge, per LSR, Disconnect Only (SC)				SOMAN									1.97
	Electronic OSS Charge, per LSR, serviced via ETSY OSS message interfaces (Regional)				SOMEK	3.50								
<b>VIRTUAL COLLOCATION</b>														
	Virtual collocation - DS1 Cross Connects		USL, ULC, AMTFS, ULR, UXTD1, UNC1X, ULDD1, U1TD1, USLEL, UNLD1	CNC1X	1.12	22.03	15.96	5.42	5.80		15.60			
	Virtual collocation - DS3 Cross Connects		USL, ULC, AMTFS, UES, U1TD3, UXTS1, UXTD3, UNC3X, UNC3X, ULDD3, U1T31, ULDS1, UDL3X, UNLD3	CND3X	14.21	20.94	15.23	7.39	5.93		15.50			

UNBUNDLED NETWORK ELEMENTS - Tennessee															
CATEGORY	RATE ELEMENTS	Interior Zone	MCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
					Rec	Nonrecurring Freq	Add'l	Nonrecurring First	Disconnect Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
OPERATIONAL SUPPORT SYSTEMS															
<p>NOTE: (1) Electronic Service Order: CLEC should contact its central regulator if it prefers the state specific electronic service ordering charges as ordered by the State Commissions. The electronic service ordering charge currently contained in this rate will be the BellSouth regional electronic service ordering charge. CLEC may elect either the state specific Commission ordered rates for the electronic service ordering charges, or CLEC may elect the regional electronic service ordering charge.</p> <p>NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEC rate listed in this category. Please refer to BellSouth's Business Rules for Local Ordering (BBL-LO) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the BBL-LO, the listed SOMEC rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLEC's bill when it submits an LSR to BellSouth.</p>															
	Electronic OSS Charge, per LSR, submitted via BCTS OSS Interactive Interfaces (Regional)				SOMEC	3.50									
VIRTUAL COLLOCATION															
	Virtual collocation - DS1 Cross Connects		UBL,ULC,AATFS,ULR,UKTD1,UNC1X,ULDD1,U1T31,UBL3L,UNLD1	CNC1X	1.32	32.22	17.75	10.46	8.75			2.07	2.81	0.67	1.41
	Virtual collocation - DS3 Cross Connects		JBL,ULC,AATFS,UES,U1T33,UKT51,UKTDS,UNC3X,UNCSX,ULDD3,U1T51,ULES1,LD1SX,UNLD3	CND3X	12.32	29.97	16.30	12.03	8.90			2.07	2.85	0.67	1.41