BELLSOUTH

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 14, 2002

Mrs. Blanca S. Bayo Director, Division of Commission Clerk and Administrative Services Florida Public Service Commission 2540 Shumard Oak Boulevard Tallahassee, Florida 32399 020529-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and NewSouth Communications Corp. 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 NewSouth Communications Corp. 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 NewSouth Communications Corp.. The initial agreement between the companies was filed in Docket 010889-TP, on June 25, 2001, and was deemed effective by operation of law on September 25, 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 NewSouth Communications Corp. 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 14, 2002.

Very truly yours,

Regulatory Vice President

Marshall M. Criser II

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FPSC-COMMISSION CLERK

Amendment to the Interconnection Agreement By and Between BellSouth Telecommunications, Inc. And NewSouth Communications, Corp. Dated May 18, 2001

Pursuant to this Agreement, (the "Amendment"), NewSouth Communications, Corp., ("NewSouth"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 18, 2001 ("Agreement").

WHEREAS, BellSouth and NewSouth entered into an Interconnection Agreement on May 18, 2001, 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 entirety and replace the Trunk Charge rates contained in Exhibit A of Attachment 3 for all states attached hereto as Exhibit 1.
- 2. All of the other provisions of the Agreement, dated May 18, 2001, shall remain in full force and effect.
- 3. 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.

NewSouth Communications, Corp.	BellSouth Telecommunications, Inc.
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Şignature	Signature
Jako E. Jennings	C.W. BOLTZ
Name	Name
Vice President Keenladous	HANAGING SIRBOTOR
Title ()	Title
5/6/02	5/1/02
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