



ORIGINAL

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September 19, 2002

Ms. Blanca S. Bayó, Director
Division of the Commission Clerk & Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

021001-TP

RECEIVED FPSC
02 SEP 19 PM 1:50
COMMISSION CLERK

RE: Notice of Adoption of MCI WorldCom Communications, Inc. and Sprint-Florida, Incorporated Interconnection, Unbundling, Resale and Collocation Agreement by Airface Communications Inc.

Dear Ms. Bayó:

Sprint-Florida, Incorporated hereby provides notice to the Florida Public Service Commission of the adoption by Airface Communications Inc. the Interconnection, Unbundling, Resale and Collocation Agreement for the State of Florida entered into by MCI WorldCom Communications, Inc. and Sprint-Florida, Incorporated and allowed to take effect by the Commission on August 16, 2002 in Docket No. 020391-TP.

Airface Communications Inc. is adopting the agreement as provided by Section 252(i) of the Telecom Act of 1996.

Enclosed is the original signed and five (5) copies of the agreement between Sprint-Florida, Incorporated and Airface Communications Inc. for your records.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact my assistant Teresa Harless at (850) 599-1563.

Sincerely,

Susan S. Masterton

cc: Andrew Massias
Airface Communications Inc.
123 NW 13th Street - 214-12
Boca Raton, Florida 33432

RECEIVED & FILED
Enclosure

FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE
10061 SEP 19 02
FPSC-COMMISSION CLERK

INTERCONNECTION AND RESALE AGREEMENT

This Interconnection and Resale Agreement ("Agreement"), dated August 26, 2002, is entered into by between Airface Communications Inc. a Florida corporation ("CLEC"), and Sprint-Florida, Incorporated ("Sprint"), a Florida corporation (collectively referred to herein as "the Parties"), to establish the rates, terms and conditions for local interconnection, local resale and the purchase of unbundled network elements for the state of Florida.

NOW THEREFORE, the Parties agree as follows:

1. INTERCONNECTION AND RESALE AGREEMENT

The Parties agree that the Agreement between the Parties shall consist of the MCI WorldCom/Sprint Interconnection Agreement 2002 dated March 1, 2002 (the "Adopted Agreement").

All services provided under this Agreement will be consistent with the decisions of courts having jurisdiction over this Agreement, including but not limited to the decisions of the Court of Appeals and the United States Supreme Court.

2. PARTIES:

CLEC is hereby substituted in the Adopted Agreement for MCI WorldCom Communications, Inc. and Sprint shall remain as the other Party to the Adopted Agreement. Except as modified herein, the Agreement shall in all other respects reflect the same terms as the Adopted Agreement.

3. TERM:

This Agreement shall have a termination date of April 30, 2005, which corresponds with the termination date of the Adopted Agreement.

4. NOTICES:

Except as otherwise provided, all notices and other communication hereunder shall be deemed to have been duly given when made in writing and delivered in person or deposited in the United States mail, certified mail, postage paid, return receipt requested and addressed as follows:

To Airface Communications Inc:

Attn: Andrew Massias
Airface Communications Inc.
123 NW 13th Street – 214 – 12
Boca Raton, Florida 33432

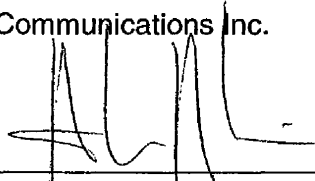
To Sprint: Director – Local Carrier Markets
Sprint
6480 Sprint Parkway
Mailstop: KSOPHM0310-3A453
Overland Park, KS 66251

Copy to: Field Service Manager
900 Spring Mill Rd.
Mansfield, OH 44906

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed by their duly respective authorized representatives.

Airface Communications Inc.

Sprint Florida Incorporated

By:  _____

By:  _____

Name: Andrew Massias

Name: William E. Cheek

Title: President

Title: President - Sales & Acct. Mgmt.

Date: 8/20/02

Date: 8/26/02