BELLSOUTH

BellSouth Telecommunications, Inc.

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Tallahassee, FL 32301-1556

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Marshall WCREI GINAL

Vice President Regulatory & External Affairs

850 224 7798 Fax 850 224 5073

October 25, 2002

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

021102-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and MCI WorldCom Communications, 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 MCI WorldCom Communications, 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 MCI WorldCom Communications, Inc.. The initial agreement between the companies was filed in FPSC Docket No. 000649-TP.

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 MCI WorldCom 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 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 January 23, 2003.

Very truly yours,

Regulatory Vice President

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FPSC-COMMISSION CLERK



AMENDMENT TO THE AGREEMENT BETWEEN MCI WORLDCOM COMMUNICATIONS, INC. AND BELLSOUTH TELECOMMUNICATIONS. INC.

BELLSOUTH TELECOMMUNICATIONS, INC. DATED SEPTEMBER 12, 2001

Pursuant to this Amendment, (the "Amendment"), MCI WorldCom Communications, Inc., ("MCIm"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated September 12, 2001 ("Agreement") for the state of Florida.

WHEREAS, BellSouth and MCIm entered into the Agreement on September 12, 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 agree to add to the rates in Table 1 of Attachment 1, the rates set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
- 2. All of the other provisions of the Agreement, dated September 12, 2001, shall remain in full force and effect.
- 3. Either or both of the Parties are 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.
- 4. Neither party waives any right to seek clarification from the Commission regarding retroactive application of the rates contained in this Amendment.

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

MCI WorldCom Communications, Inc.	BellSouth Telecommunications, Inc.
By: Mall Hory In	By: Pet CZ:1
Name: Marcel Henry	Name: Parrick C. FINIEN
Title: Vice-President	Title: Pur Director
Date: 9/11/02	Date: 9/16/02

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