

ORIGINAL

BELLSOUTH

030551-TP

BellSouth Telecommunications, Inc.

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Marshall M. Criser III

Vice President
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June 18, 2003

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 between BellSouth Telecommunications, Inc. ("BellSouth") and 1-800-RECONEX, Inc. d/b/a USTEL

Dear Mrs. Bayo:

Please find enclosed for filing and approval, an original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection, Unbundling, Resale, and Collocation Agreement with 1-800-RECONEX, Inc. d/b/a USTEL.

If you have any questions, please do not hesitate to call Kathleen Arant at (850) 222-9380.

Very truly yours,

Marshall M. Criser III

Regulatory Vice President (KA)

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**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
1-800-RECONEX, INC. AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED DECEMBER 13, 2002**

This Amendment is entered into by and between 1-800-RECONEX, INC. ("1-800-RECONEX") and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties dated December 13, 2002, ("Interconnection Agreement").

WHEREAS, 1-800-RECONEX, an Oregon corporation, has changed the name of said business to 1-800-RECONEX, INC. d/b/a USTEL ("1-800-RECONEX") in Florida, Georgia, North Carolina, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee and 1-800-RECONEX, Inc. ("1-800-RECONEX") in Alabama.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants 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 name of 1-800-RECONEX, Inc. in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with 1-800-RECONEX, Inc. d/b/a USTEL ("1-800-RECONEX") in Florida, Georgia, North Carolina, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee and 1-800-RECONEX, Inc. ("1-800-RECONEX") in Alabama.

2. All of the other provisions of the Interconnection Agreement, dated December 13, 2002, shall remain in full force and effect.

3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives and such amendment shall be effective thirty (30) days after the last signature.

1-800-RECONEX, INC. d/b/a USTEL



Signature

William E Braun
Name

VP & General Counsel
Title

5-14-03
Date

BellSouth Telecommunications, Inc.



Signature

Elizabeth R. A. Shiroishi
Name

Director
Title

5/21/03
Date