

1 Bellsouth Telecommunications, Inc.
2 DIRECT TESTIMONY OF W. Keith Milner
3 BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION
4 DOCKET NO. 030301-TP
5 JULY 18, 2003
6

7 Q. PLEASE STATE YOUR NAME, YOUR BUSINESS ADDRESS, AND
8 YOUR POSITION WITH Bellsouth Telecommunications, Inc.
9 ("Bellsouth").
10

11 A. My name is W. Keith Milner. My business address is 675 West Peachtree
12 Street, Atlanta, Georgia 30375. I am Assistant Vice President -
13 Interconnection Operations for BellSouth Telecommunications, Inc.
14 ("BellSouth"). I have served in my current role since February 1996 and
15 have been involved with the management of certain issues related to local
16 interconnection and unbundling.
17

18 Q. PLEASE SUMMARIZE YOUR BACKGROUND AND EXPERIENCE.
19

20 A. My career in the telecommunications industry spans over 33 years and
21 includes responsibilities in the areas of network planning, engineering,
22 training, administration, and operations. I have held positions of
23 responsibility with a local exchange telephone company, a long distance
24 company, and a research and development company. I have extensive
25 experience in all phases of telecommunications network planning,

1 deployment, and operations in both the domestic and international arenas.

2

3 I graduated from Fayetteville Technical Institute in Fayetteville, North
4 Carolina, in 1970, with an Associate of Applied Science in Business
5 Administration degree. I graduated from Georgia State University in 1992
6 with a Master of Business Administration degree.

7

8 Q. HAVE YOU TESTIFIED PREVIOUSLY BEFORE ANY STATE PUBLIC
9 SERVICE COMMISSION, AND IF SO, BRIEFLY DESCRIBE THE
10 SUBJECT OF YOUR TESTIMONY?

11

12 A. Yes, I have testified before the state Public Service Commissions in
13 Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, and South
14 Carolina, the Tennessee Regulatory Authority, and the North Carolina
15 Utilities Commission on the technical capabilities of the switching and
16 facilities network, introduction of new service offerings, expanded calling
17 areas, unbundling, and network interconnection.

18

19 Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY TODAY?

20

21 A. My testimony will address Issue 3 of the complaint filed by Florida Digital
22 Network, Inc. ("FDN") and Mpower Communications, Corp. ("Mpower")
23 with the Florida Public Service Commission on March 27, 2003.
24 Specifically, I will discuss operational issues that affect FDN's use of
25 Mpower's carrier codes.

1 **Issue 3): Are there any technical or practical factors that affect FDN's use**
2 **of Mpower's carrier codes in BellSouth's region?**

3
4 Q. BEFORE ADDRESSING THIS ISSUE IN MORE DETAIL, COULD YOU
5 EXPLAIN THE USE OF CARRIER CODES FOR THE COMMISSION?

6
7 A. Yes. All long distance carriers in the United States have one or more
8 Carrier Identification Code ("CIC") codes used by the local telephone
9 company to route and bill calls in the public switched telephone network.
10 The Interexchange Access Customer ("IAC"), also known as Access
11 Customer Name Abbreviation ("ACNA"), is a three character alphabetic
12 code, which is used to identify the underlying carrier for a CIC code. An
13 ACNA can be the same for several CIC codes, but each CIC code can
14 only have one ACNA associated with it.

15
16 ACNA codes are nationally assigned and administered by Telecordia as
17 the maintenance agent for American National Standards Institute ("ANSI")
18 Standard T1.251, which is the specification for these codes. Under
19 Telcordia's guidelines, two companies cannot share the same ACNA. The
20 ACNA code is used in interfacing between companies and aiding flow-
21 through (that is, order processing without manual intervention) such as
22 that used to populate data fields found in Universal Service Order ("USO"),
23 Access Service Request ("ASR") and the Local Service Request ("LSR")
24 records.

25

1 Q. WOULD PROBLEMS ARISE IF TWO COMPANIES UTILIZE THE SAME
2 ACNA CODE?

3

4 A. Yes. In Addition to the fact that the ACNA code represents a specific,
5 legal entity, such as FDN or Mpower, and to share the same ACNA code
6 is a violation of national standards, data entry and subsequent edit checks
7 in billing and administrative systems would be affected when services are
8 ordered. This would not only result in an inefficient process, but
9 inaccurate billing. Additionally, if sharing of the ACNA code were to exist
10 for this specific situation, a precedent would be set for all future
11 acquisitions, bankruptcies, etc. thereby compounding billing and
12 administrative problems.

13

14 Q. WHAT IS INVOLVED IN PROCESSING CIRCUITS FROM MPOWER TO
15 FDN?

16

17 A. In a letter dated March 27, 2003 from Mr. William French (BellSouth's
18 Sales Support Director) to Mr. Matthew Feil (FDN's General Counsel),
19 which is attached to this testimony as Exhibit WKM-1, Mr. French outlines
20 the processes involved in the Transfer of Ownership request for services
21 including DS0, DS1, DS3, switched and special access facilities, local
22 trunking and facilities, and resold services.

23

24 Q. PLEASE EXPLAIN THE RATIONALE FOR A 30-DAY "FREEZE" ON
25 COLLOCATION ORDERS.

1 A. BellSouth needs the 30-day “freeze” on collocation orders in order to
2 transfer all of the Connecting Facility Assignments (“CFAs”) from
3 Mpower’s ACNA to FDN’s ACNA. Connecting Facilities are those cables
4 that connect BellSouth’s network to an Alternative Local Exchange
5 Carrier’s (“ALEC’s”) collocation arrangement and the facilities that run
6 between BellSouth’s distributing frame and the collocation arrangement.
7 When an ALEC such as FDN requests an unbundled loop, for example,
8 FDN would specify the specific Connecting Facility (that is, the cable and
9 pair) to which BellSouth should connect the unbundled loop. CFAs are
10 simply the cable and pair information which the ALEC maintains and uses
11 to instruct BellSouth to which particular cable and pair a given unbundled
12 network element should be connected. Since the ALEC assigns the CFA,
13 any discrepancy (for example, were FDN to request the use of a
14 Connecting Facility that BellSouth believes is already in service or were
15 FDN to assign a cable and pair that does not exist) must be resolved by
16 the ALEC before its order can be fulfilled. A 30-day “freeze” allows for any
17 pending orders for the previous ALEC to complete before the new ALEC
18 begins submitting orders for unbundled elements to that same collocation
19 arrangement. The beginning date for the 30-day “freeze” is coordinated
20 with the ALEC and is not arbitrarily set by BellSouth. BellSouth works with
21 the ALECs to allow them to do the conversion at a time most convenient
22 for the ALEC, thus allowing the ALEC to optimize their business plan.
23
24 The 30-day timeframe was established to cut down work times and to
25 minimize any delay for ALECs. Because some efforts depend on prior

1 work completions, BellSouth cannot offer less than 30 days without
2 running the risk of certain of the ALEC's orders being rejected or delayed.
3 However, if there is minimal work involved and BellSouth can complete its
4 work activities in less than 30 days, BellSouth does not wait until the end
5 of the 30 days to notify the ALEC. The ALEC can start the order process
6 as soon as BellSouth completes the CFA change process. The original
7 set of CFAs must be migrated/changed to the new CFA before service
8 order actions can be allowed. An ASR or LSR with the new CFA issued
9 prior to the old CFA change will not flow through BellSouth's ordering
10 systems and cannot be assigned because of the conflict in assignments.
11 An ASR or LSR with the old CFA issued after the change to the new CFA
12 will meet with the same result. The "freeze" allows all changes to be
13 completed and ensures a smooth transition from the old CFAs to the new
14 CFAs without orders being dropped or rejected on service order requests,
15 which is a safeguard for both the ALEC and BellSouth.

16

17 Q. DOES THIS CONCLUDE YOUR TESTIMONY?

18

19 A. Yes.

20

BELLSOUTH

BellSouth Telecommunications, Inc.
600 North 19th Street
8th Floor
Birmingham, AL 35203

March 27, 2003

Mr. Matthew Feil
Florida Digital Network
390 North Orange Ave
Suite 2000
Orlando, FL 32801



RE. Sale of Assets by Mpower Communications to Florida Digital Network

Dear Mr. Feil:

This is in response to your letter to Andrew Caldarello dated January 24, 2003, requesting specific costs, processes and procedures for the asset transfer of Mpower Communications (Mpower) to Florida Digital Network (FDN). This will also address Mpower's letter of March 6, 2003, requesting BellSouth's consent to assignment by Mpower to FDN of their Florida and Georgia Interconnection Agreements. I apologize for the delay in responding to your original letter, however, I believe that this letter provides more clarity to what we have been discussing verbally for the past two months. Following are BellSouth's responses to your questions.

FDN Question #1: State the specific costs, terms and conditions your company would propose for an assignment of Mpower's Interconnection, UNE, Resale, and Collocation agreement(s) to FDN.

BellSouth Response: FDN will need to provide notice to the BellSouth Account Team regarding the acquisition of Mpower, including the means to be utilized by FDN to continue operating the assets. Specifically, FDN will need to advise BellSouth whether 1) it desires to pursue an assignment of the Mpower Interconnection Agreement (which would include all of the services thereunder) (hereinafter referred to as "Option 1"), or 2) it desires to pursue a transfer of only the services to FDN (without an assignment of the Mpower Interconnection Agreement) (hereinafter referred to as "Option 2"). The following is a brief explanation of the two options:

Option 1

Pursuant to the letter from Mpower dated March 6, 2003, it appears that FDN and Mpower contemplate pursuing Option 1 - an assignment of the Mpower Interconnection Agreement to FDN for both Florida and Georgia. Although this was previously mentioned to FDN by BellSouth's attorney, Rhona Reynolds, during our discussions on this transfer, I would like to remind you that only one Interconnection Agreement can be effective in any state between the same two parties. As such, if FDN wishes to pursue Option 1, the assigned Interconnection Agreement would supersede and replace the current FDN/ BellSouth Interconnection Agreements in Florida and Georgia, rendering them null and void. The name and associated Access Customer Name Abbreviation (ACNA), Operating Company

Number (OCN), and Carrier Identification Code (CIC) may need to be changed to reflect FDN as the contracting party under that assigned agreement. In conjunction with this assignment, all FDN services currently governed by the FDN Interconnection Agreement would have to be transferred under the assigned Mpower Interconnection Agreement; and would, thereafter, be controlled by the rates, terms and conditions of that agreement. Based on our previous discussions with FDN, this was not what BellSouth understood that FDN was interested in pursuing, since FDN has an existing agreement in both Florida and Georgia. Consequently, BellSouth asks that FDN confirm its intent, based on the above understanding, to the BellSouth Account Team.

Option 2

Under Option 2, the services under the Mpower Interconnection Agreement would be transferred to FDN. The transferred services would be governed by FDN's existing Interconnection Agreements in Florida and Georgia. Existing FDN services would continue to be governed by the existing FDN Interconnection Agreement in Florida. The applicable codes related to those transferred services would need to be changed to reflect FDN as the operating carrier. With respect to the Interconnection Agreement in Georgia, FDN will have to provide to the Account Team an ACNA, OCN, and CIC code to establish billing under this new contract 30 days prior to placing orders thereunder. Again, based on the prior discussion between our companies on this issue, BellSouth understood that FDN desired to pursue Option 2; however, pursuant to the letter from Mpower dated March 6, 2003, it appears that FDN and Mpower contemplate implementing Option 1, an assignment of the Mpower Interconnection Agreement to FDN for both Florida and Georgia. Before BellSouth can proceed any further, FDN and Mpower need to confirm which option they wish to pursue.

As part of the transfer of assets, if Mpower has access to BellSouth's poles, ducts, conduit or rights of way under either an Interconnection Agreement or License Agreement and FDN wishes to assume those, then Mpower will need to either assign that agreement to FDN or transfer the rights to FDN and FDN will need to execute its own License Agreement.

With respect to tariffed services, a transfer of services agreement would be required pursuant to the tariff.

Upon FDN's confirmation of how it wishes to proceed, the Account Team will take FDN's request, review it with the appropriate organizations and coordinate BellSouth's actions. Under Option 1 (i.e., an assignment of the Mpower Interconnection Agreement), generally an Assignment and Assumption of the Interconnection Agreement document is negotiated between the parties - in this case, between Mpower, FDN and BellSouth. Under Option 2, (i.e. a transfer of the services (without an assignment of the Interconnection Agreement)), an agreement documenting the transfer will be executed by the parties.

For either scenario, the costs associated with the transfer of services are addressed below in item #3.

FDN Question #2: On a going forward basis, identify the mechanisms your company would expect to employ for having one FDN rather than multiple (FDN and an Mpower legacy) agreements.

BellSouth Response: Please see BellSouth's response to Question #1. FDN may elect to have the FDN Interconnection Agreement control all services (both Mpower's and FDN's) or may elect to have the Mpower Interconnection Agreement control all services, if assigned to FDN. FDN will need to advise the BellSouth Contract Negotiator, John Hamman, how it wishes to proceed. Based on that decision, FDN will have to provide sufficient information for BellSouth to: 1) prepare the appropriate agreements; 2) determine if any additions are needed to the surviving agreement in order to add the applicable services; and, 3) perform the transfer of services to the FDN Interconnection Agreement or, alternatively, assign the Mpower Interconnection Agreement to FDN and then add the existing FDN services to that assigned agreement. Once the necessary documentation is executed and the services are transferred, the appropriate Interconnection Agreement will be cancelled.

FDN Question #3: Itemize the procedures, processes, and prices for transferring ownership from Mpower to FDN. This should include all Mpower collocations, loops, special access circuits, and interconnection trunks, etc., within your company's jurisdiction in Florida and Georgia.

BellSouth Response: Please see BellSouth's responses to Questions #1 and #2. BellSouth understands this request to be limited to Option 2 -- i.e., the services are transferred to FDN, to be controlled by the FDN Interconnection Agreement in each state and the Mpower Interconnection Agreement is not assigned. The request will be processed separately for each state.

PROCESS

The Transfer of Ownership request requires that FDN submit certain information for the transfer of collocation arrangements and associated services. BellSouth has prepared the attached template (Attachment A) to be utilized to submit circuit and termination information for all DS0, DS1, and DS3 terminations provisioned for Mpower's (Virtual/Physical) Collocation arrangements. BellSouth previously provided you a copy of the Transfer of Ownership agreement, which would need to be completed and executed by both Parties. Changes may be required depending on how FDN decides to structure this transfer and whether there are virtual collocation arrangements in addition to physical collocation arrangements. Attachment B is the Virtual Collocation Equipment Inventory/Acceptance List. FDN must submit all information on all circuit terminations in order to prevent any disconnection of services. In addition, FDN must provide the Billing Account Number (BAN) for each circuit and include the following information: a) for DS0 services, your company will need to provide the Circuit Identification (ID) cable name(s) and cable pair range(s) for the arrangement; b) for DS1 and DS3 services, your company will need to provide the Circuit ID and TIE Connecting Facility Assignment (CFA) information. Please include the total number of services for each type of circuit. If FDN does not have a particular level of service(s), please indicate this as well. BellSouth will issue service orders to convert the services from the information provided and all applicable rearrangement charges will be assessed for each of the circuits converted.

For purposes of Switched and Special Access Services, once FDN provides BellSouth with specific circuit information, such as Billing Account Numbers (BAN), circuits and trunks, BellSouth will provide a cost estimate to FDN based upon the number of BANs, circuits, and trunks involved. Once FDN concurs with the cost estimate, the BellSouth Account

Team will send Transfer of Service (TOS) forms RF3957 & RF 3958 to FDN and Mpower for signature. After the BellSouth Account Team receives completed and signed TOS forms, FDN must then notify the BellSouth Account Team if a Design Layout Record (DLR) will be needed for circuit inventory. The BellSouth Interconnection Carrier Service Center will process the request as submitted.

For local trunking and facilities that do not terminate to a collocation arrangement, FDN will need to provide BellSouth with the same information that would be required for access services.

Resold services will be transferred using the standard conversion process. LSRs are to be submitted by FDN to the BellSouth Local Carrier Service Center (LCSC). Services will be converted using standard service intervals.

Please also see BellSouth's response regarding Charges, following, and the response to Question #4.

CHARGES

Rearrangement/Transfer charges for Switched and Special Access Services will be assessed as follows:

- Switched Access Services Tariff FCC No. 1, Section 6.8.9 -- Per Billing Account Number is a nonrecurring charge of \$60.00 and Per Trunk Side Service nonrecurring charge of \$7.00 for each transmission path.
- Special Access Services Tariff FCC No. 1, Section 7.5.12 -- Per Billing Account Number is a nonrecurring charge of \$50.00 and a Per Circuit nonrecurring charge of \$6.00 for each circuit.

Rearrangement/Transfer Charges for Collocation will be assessed as follows:

- A Physical Collocation-Administrative Only Application Fee of \$742.00 per Collocation Site in Florida and \$740.83 per Collocation site in Georgia will apply according to the individual Interconnection Agreement.
- Once BellSouth receives the necessary information, FDN's request for Transfer of Ownership document is signed and accepted, and any necessary amendments to the Interconnection Agreement are executed, BellSouth can begin the process of transferring the services in accordance with that agreement.

Rearrangement/Transfer Charges for Unbundled Network Elements (UNEs) will be assessed as follows:

- Operational Support System (OSS) Service Order Manual (SOMAN) charge will apply. These charges can be found in Attachment 2 of your Interconnection Agreement.

- A Secondary Service Ordering Charge per circuit will also apply. These rates can be found in the state-specific General Subscriber Services Tariff (GSST), Section A4.3.
- Attachment B will be used for the transfer of UNEs. This is for the convenience of FDN. BellSouth will apply circuit and order specific rates as if FDN were issuing individual Local Service Requests (LSRs) to BellSouth for the transfer from Mpower to FDN.

Rearrangement/Transfer charges for Resale/Resold Products & Services will be assessed as follows:

- An Operational Support System (OSS) Service Order Manual (SOMAN) or Service Order Mechanized (SOMECH) charge will apply. These charges can be found in Attachment 2 of your Interconnection Agreement.
- A Secondary Service Ordering Charge per circuit will also apply. These rates can be found in the state-specific General Subscriber Services Tariff (GSST), Section A4.3.

Rearrangement/Transfer charges for Local Interconnection Trunking will be assessed as follows:

For Local Interconnection Trunking, FDN will need to issue a New Business Request (NBR) to BellSouth for the determination of the cost for the work activity associated with the change in local interconnection trunking and facilities.

- An accurate count of all impacted trunk groups by Two-Six Codes (TSC) and associated facilities will be required to submit this request.
- In addition, FDN may need to amend its current Interconnection Agreement to include the rate elements from the NBR.

FDN Question #4: Explain (a) why your company maintains it cannot process the change of ownership as a simple records change (through mechanized and systemic applications that will switch the carrier name, billing and other identifying information in your company's systems and records), rather than, for instance, requiring FDN to submit a manual LSR to change carrier information on every UNE loop being transferred, and (b) if your company can develop a service/product that will achieve the desired transfer of ownership in a more streamlined fashion, more like a simple records change, and whether your company can and will expedite that development.

BellSouth Response:

(a) A transfer of services requires individual BellSouth service orders to be issued to change all acquiring CLEC billing information [e.g., Operating Company Number (OCN), Access Customer Name Abbreviation (ACNA), Access Customer/Carrier Terminal Location (ACTL) and Carrier Identification Code (CIC)]. Information changed will depend on the type of service. Resale services will be transferred using the Conversion-As-Is

process if only billing information is being changed. This process can be found in the BellSouth Business Rules for Local Ordering (BBR-LO). Resale and Unbundled Network Elements-Platform (UNE-P) conversion orders can be issued electronically or manually. Manual orders will be submitted via individual Local Service Orders (LSR) to the BellSouth Local Carrier Service Center (LCSC) and will incur SOMAN charges. Electronic orders can be issued via Telecommunications Access Gateway (TAG), Electronic Data Interchange (EDI) or Local Exchange Navigation System (LENS), and will incur Operations Support System (OSS) SOMECH charges. An electronic spreadsheet will also be accepted. The electronic spreadsheet will be converted to individual service orders manually by the LCSC representatives and, therefore, subject to manual OSS SOMAN charges. Please see rate information in Response #3.

Interconnection Trunking, UNE, and Collocation services require individual service orders to change CLEC identification in BellSouth downstream systems. CLEC identifying information is incorporated in cable/pair assignments and individual circuit records and, therefore, must be changed at the individual circuit/Billing Telephone Number (BTN) level as opposed to the Billing Account Number (BAN) level. Please see attachment B for a spreadsheet for the non-resale/UNE-P submission template.

(b) BellSouth initiated a NBR on January 8, 2003, at the request of FDN and Mpower, requesting BellSouth to develop an Automatic Process for Asset Transfer (GA.03-0212-00 and FL 03-0207-00). Phillip Cook's February 13, 2003 response to your NBR stated:

"If Florida Digital Network (Florida Digital) is interested in BellSouth providing management assistance in converting the Mpower services to Florida Digital, BellSouth would be happy to provide such a professional service. The service could involve a spreadsheet conversion of the accounts that BellSouth would manage. The fees would be based upon functions performed by BellSouth at a market rate.

If on the other hand, Florida Digital wishes BellSouth to develop a permanent electronic means to do a bulk conversion of a selling CLEC's accounts and services to an acquiring CLEC, BellSouth will require Florida Digital to submit a request to the Change Control Process (CCP)."

To date BellSouth has not received a response regarding the direction FDN wishes to pursue. Until BellSouth receives this documentation, no timeframe for project completion can be determined.

FDN Question #5: Since your company representatives have acknowledged that changing carrier name, billing and identifying information from Mpower to FDN on all Mpower collocations, loops, special access circuits, and interconnection trunks, etc. under your company's existing processes and procedures would take a significant period of time to achieve, please confirm (a) that your company commits to coordinate activities with FDN so as to achieve any conversion in an orderly fashion, while making efficient use of your company's and FDN's resources and minimizing any inconvenience to the end users and

(b) that your company agrees not to disrupt FDN's operating the former Mpower assets and services until the transfer process is resolved.

BellSouth Response:

- (a) BellSouth will internally project manage the transfer process. If FDN wishes to have coordinated ordering activities, it may contact Professional Services as stated in NBR GA03-012-00 and FL03-0207-00
- (b) BellSouth does not understand exactly what FDN means by BellSouth not disrupting "FDN's operating the former Mpower assets and services until the transfer process is resolved". Please clarify what this is in reference to. BellSouth does not object to FDN acting as Mpower's agent for purposes of Mpower placing orders under Mpower's agreement. However, as recently explained to you, BellSouth does not agree to FDN sharing the Mpower ACNA.

I trust that this will respond fully to your inquiry; however, in light of BellSouth's not knowing exactly how FDN wishes to proceed, it is difficult to address every scenario. I would like to propose a conference call once FDN has had an opportunity to review this information and has decided how it wishes to proceed. At that time, we will be better able to address more specifically any questions that you have. I will call you within the next week to arrange a mutually convenient time. In the meantime, if you have additional questions, please feel free to contact me at 205 321-4970.

Sincerely,


William D. French
Sales Support Director

For William French

cc: Andrew Caldarello, Account Manager - BellSouth
Tanya O'Neal, Local Contract Manager - BellSouth
Steve Trucks, Local Contract Manager - BellSouth
John Hamman, Contract Negotiator - BellSouth

Attachments

Exhibit 4 - ATTACHMENT A ASSIGNMENT AND TRANSFER LIST VERSION -01

CLEC - 1 _____	CLEC - 2 _____	DATE _____
STATE	CITY	ACTL CLLI CODE

ATTACHMENT B TERMINATIONS AND SERVICES VERSION - 01

WIRE CENTER: ACTL CLLI: BAN:

Type of Service	Total Number of Circuits	DS0 Circuit ID	DS0 Cable Name & Pair Range	DS1 Circuit ID	DS1 TIE/CFA	DS3 Circuit ID	DS3 TIE/CFA
DS0							
DS1							
DS3							
Line Sharing GF compliments							

ATTACHMENT C

XXXX E. WEST ST - SOME CITY
UNE CIRCUIT ASSIGNMENT LOG

CLEC: ABC CLEC	State: XX	ACTL: XXXXXXXXXXXX	Date:
New ACNA: XXX	New CA Name: XXXXX	Old ACNA: XXX	Old CA Name: XXXXX
New CCNA: XXX		Old CCNA: XXX	
INT: NAME	INT TEL: XXX-XXX-XXXX FAX or EMAIL: XXXXXXXXXXXXXXXXXXXX		
PROJ. MGR: NAME	PM TEL: XXX-XXX-XXXX	Project ID: Assigned by LCSC Project Manager	
CLEC Contact Info: (ZRCI) XXX - Name & Phone Number			
NPA OLD BAN	CIRCUIT ID	NPA NEW BAN	PON DD RMKS

One required from CLEC for ALL terminations (CFA) and circuits for each Central Office transferred. All Line Sharing GF compliments MUST be identified. Any FACS report query to identify CFAs is a starting point only. The query is not intended to accurately identify all of the CLECs terminations and/or circuits or services.

Each Billing Account Number (BAN) for a circuit or group of circuits must be identified.



January 24, 2003

BellSouth Telecommunications
Andrew Caldarello
600 North 19th Street
9th Floor
Birmingham, AL 35203

Re: Sale of Assets by Mpower Communications to Florida Digital Network

Dear Mr. Caldarello:

I write on behalf of Florida Digital Network, Inc. and its affiliates ("FDN") to request that you provide me specific written information to assist FDN in completing and transfer of certain assets from Mpower Communications and its affiliates ("Mpower") to FDN. As we have informed you, FDN is acquiring essentially all of Mpower's telecommunications assets in the states of Florida and Georgia.

FDN greatly appreciates the information that your company's representatives have provided verbally, through conference calls, and by email over the last several weeks. However, FDN must be certain of its and your company's course of conduct as part of this transfer and we believe that some detailed information is still lacking.

Accordingly, I ask that you please provide written response to the following requests for information: (1) state the specific costs, terms and conditions your company would propose for an assignment of MPower's interconnection, UNE, resale and collocation agreement(s) to FDN, (2) identify the mechanisms your company would expect to employ for having one FDN, rather than multiple (FDN and an Mpower legacy) agreements, going-forward, (3) itemize procedures, processes and prices for transferring ownership from Mpower to FDN on all Mpower collocations, loops, special access circuits, and interconnection trunks, etc. within your company's jurisdiction in Florida and Georgia, (4) explain (a) why your company maintains it cannot process the change of ownership as a simple records change (through mechanized and systemic applications that will switch the carrier name, billing and other identifying information in your company's systems and records), rather than, for instance, requiring FDN to submit a

manual LSR to change carrier information on every UNE loop being transferred, and (b) if your company can develop a service/product that will achieve the desired transfer of ownership in a more streamlined fashion, more like a simple records change, and whether your company can and will expedite that development, (5) since your company representatives have acknowledged that changing carrier name, billing and identifying information from Mpower to FDN on all Mpower collocations, loops, special access circuits, and interconnection tmks, etc. under your company's existing processes and procedures would take a significant period of time to achieve, please confirm (a) that your company commits to coordinate activities with FDN so as to achieve any conversion in an orderly fashion, while making efficient use of your company's and FDN's resources and minimizing any inconvenience to the end users and (b) that your company agrees not to disrupt FDN's operating the former Mpower assets and services until the transfer process is resolved.

I ask that you provide me a written response to this letter in no less than 10 days. If you have any questions, please contact me at 407-835-0460.

Sincerely,

A handwritten signature in black ink, appearing to read "Matthew Feil", written in a cursive style.

Matthew Feil