

**BellSouth Telecommunications, Inc.**  
**Regulatory & External Affairs**  
150 South Monroe Street  
Suite 400  
Tallahassee, FL 32301-1556

marshall.criser@bellsouth.com

**Marshall M. Criser III**  
Vice President  
Regulatory & External Affairs

840 224 7798  
Fax 850 224 5073

January 30, 2004

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

RECEIVED-FPSC  
04 JAN 30 PM 5:00  
COMMISSION CLERK  
W

040095-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and KMC Telecom Holdings, Inc.

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 KMC Telecom Holdings, Inc..

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)

RECEIVED & FILED

*RVN*  
FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

01432 JAN 30 04

FPSC-COMMISSION CLERK

**AMENDMENT  
TO THE  
AGREEMENT BETWEEN  
KMC TELECOM HOLDINGS, INC.  
AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
DATED OCTOBER 6, 2000**

This Agreement refers to the Interconnection Agreement ("the Agreement") entered into by KMC Telecom Holdings, Inc. ("KMC") and BellSouth Telecommunications, Inc. ("BellSouth") on October 6, 2000. This Amendment ("Amendment") is made by and between KMC and BellSouth and shall be deemed effective as of April 1, 2003. KMC on behalf of itself and its certificated operating affiliates identified in Attachment A hereto.

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, KMC and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. The Parties hereby mutually agree to incorporate into Exhibit A of Attachment 3 of the Agreement the rates set forth in Exhibit A to this Amendment, which is attached hereto and incorporated herein by this reference.
2. The Parties hereby mutually agree to delete Sections 6.1.2 of Attachment 3 of the Agreement and replace it with the following:
  - 6.1.2 The Parties will compensate each other on a mutual and reciprocal basis for the per minute of use rate elements associated with the call transport and termination of Local Traffic and ISP-bound Traffic at the rates set forth in Exhibit A of this Attachment.
3. All of the other provisions of the Agreement, dated October 6, 2000, shall remain in full force and effect.
4. 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.

Signature Page

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

**BellSouth Telecommunications, Inc.**

By: Pat C. Fink  
Name: PATRICK C. FINK  
~~ELIZABETH A. A. SHERIDAN~~  
Title: DIRECTOR  
Date: 7/17/2003

**KMC Telecom Holding, Inc. (KMC Telecom)**

By: Riley M. Murphy (MBS)  
Name: Riley M. Murphy  
Title: Sr. Vice President - Legal & Regulatory  
Date: 7/11/2003

SCHEDULE OF KMC HOLDINGS, INC. (KMC TELECOM) OPERATING  
AFFILIATES

KMC Telecom III, Inc. KMC Telecom V, Inc. (AL, FL, GA, LA, MS, SC, and TN)

KMC Telecom II, Inc., KMC Telecom III, Inc. KMC Telecom V, Inc. (NC)

KMC Telecom V, Inc. (KY)

LOCAL INTERCONNECTION - Alabama																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A		
												Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		Nonrecurring Disconnect		QSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001										
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007										

LOCAL INTERCONNECTION - Florida											Attachment: 3		Exhibit: A		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>															
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001									
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (8/14/03-10/5/03)					0.0007									

LOCAL INTERCONNECTION - Georgia										Attachment: 3		Exhibit: A																						
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	OSS Rates (\$)																					
													Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN	SOMAN												
													First	Add'l	First	Add'l																		
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																																		
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																																		
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001																												
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007																												

LOCAL INTERCONNECTION - Kentucky										Attachment: 3		Exhibit: A			
CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>															
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001									
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007									



LOCAL INTERCONNECTION - Louisiana										Attachment: 3		Exhibit: A		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
							Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	OSS Rates (\$)
							First	Add'l	First	Add'l			SOMAN	SOMAN
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>														
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>														
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001								
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007								

LOCAL INTERCONNECTION - Mississippi											Attachment: 3		Exhibit: A		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>															
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001									
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007									

LOCAL INTERCONNECTION - North Carolina																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A		
												Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001										
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007										

LOCAL INTERCONNECTION - South Carolina															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3		Exhibit: A	
												Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
												Rec	Nonrecurring		Nonrecurring Disconnect
	First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN			
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>															
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001									
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (6/14/03-10/5/03)					0.0007									

LOCAL INTERCONNECTION - Tennessee																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment. 3		Exhibit. A	
						Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
											OSS Rates (\$)					
											SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
<b>LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)</b>																
<b>INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC</b>																
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (4/1/03-6/13/03)					0.001										
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU (9/14/03-10/5/03)					0.0007										