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

marshall.criser@bellsouth.com

September 29, 2004

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 Tallahassee Telephone Exchange, Inc

Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s Amendment to interconnection, unbundling, resale and collocation Agreement with Tallahassee Telephone Exchange, Inc

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

Very truly yours,

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Regulatory Vice President



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Marshall M. Criser III Vice President Regulatory & External Affairs

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850 224 7798 Fax 850 224 5073

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Amendment to the Agreement Between Tallahassee Telephone Exchange, Inc. and BellSouth Telecommunications, Inc. Dated June 23, 2004

Pursuant to this Amendment, (the "Amendment"), Tallahassee Telephone Exchange, Inc. (Tallahassee Telephone), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 23, 2004 ("Agreement") to be effective 30 (thirty) days after the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and Tallahassee Telephone entered into the Agreement on June 23, 2004, and;

WHEREAS, BellSouth and Tallahassee Telephone are amending the Adoption of Agreements provision of the Agreement pursuant to the FCC's Second Report and Order, WC Docket No. 01-338, issued on July 13, 2004;

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 delete Section 13 of the General Terms and Conditions and replace it with the following:

13. Pursuant to 47 USC § 252(i) and 47 C.F.R. § 51.809, BellSouth shall make available to Tallahassee Telephone any entire interconnection agreement filed and approved pursuant to 47 USC § 252. The adopted agreement shall apply to the same states as the agreement that was adopted, and the term of the adopted agreement shall expire on the same date as set forth in the agreement that was adopted.

- 2. All of the other provisions of the Agreement dated June 23, 2004 shall remain unchanged and 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.

Name: Kristen Rowe

Title: Director

Date:

BellSouth Telecommunications, Inc. By

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Tallahassee Telephone Exchange, Inc.

 By:	ip for	
 Name:	Julin Lavsen	
 Title:	VP	
 Date:	9/17/04	

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Adoption Language Amendment Version: 08/31/04

[CCCS Amendment 2 of 2]

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