

ORIGINAL

BELLSOUTH

041249-TP

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

marshall.criser@bellsouth.com

Marshall M. Criser III
Vice President
Regulatory & External Affairs

850 224 7798
Fax 850 224 5073

RECEIVED - FPSC
04 OCT 25 PM 4:27
COMMISSION
CLERK

October 25, 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, collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and DukeNet Communications, LLC

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, collocation Agreement with DukeNet Communications, LLC.

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

Very truly yours,

MM Criser III / RN
Regulatory Vice President

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

11541 OCT 25 04

FPSC-COMMISSION CLERK

**Amendment to the Agreement
Between
DukeNet Communications, LLC
and
BellSouth Telecommunications, Inc.**

Pursuant to this Amendment, (the "Amendment"), DukeNet Communications, LLC ("DukeNet"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties effective February 29, 2004 ("Agreement") to be effective on the date of the last signature executing the Amendment.

WHEREAS, BellSouth and DukeNet entered into the Agreement effective on February 29, 2004, 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. Revise General Terms and Conditions Section 20.1, Notices, to reflect the following contact information for DukeNet:

DukeNet Communications, LLC

Primary Contact:

Tony Cockerham
Vice President, Engineering & Operations
400 S. Tryon Street ST29C
Charlotte, NC 28202
Tel: 704-382-5247
Fax: 704-382-3534
Email: arcocker@duke-energy.com

and

Legal Contact:


Anders Torning
Assistant General Counsel
Duke Energy Corporation
422 South Church Street PB05E
Charlotte, NC 28202
Tel: 980-373-4465
Fax: 704-382-8137
Email: atorning@duke-energy.com

2. Except as modified by this Amendment, the terms and conditions of the Agreement, effective on February 29, 2004, shall remain in full force and effect and all references therein to the "Agreement" shall be deemed to mean the Agreement as amended by this Amendment..

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.

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

BellSouth Telecommunications, Inc.

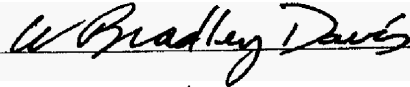
By: 

Name: Kristen E. Rowe

Title: Director

Date: 10/13/04

DukeNet Communications, LLC

By: 

Name: W. Bradley Davis

Title: President

Date: 9/21/04