

BellSouth Telecommunications, Inc. Regulatory & External Affairs 150 South Monroe Street

Tallahassee, FL 32301-1556

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Marshall M. Criser III Vice President Regulatory & External Affairs

850 224 7798 Fax 850 224 5073



November 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

041356-TP

Re: Approval of two Amendments to the Interconnection, Unbundling, Resale and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Image Access Communications, Inc. d/b/a NewPhone

Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s two Amendments to Interconnection, Unbundling, Resale and Collocation Agreement with Image Access Communications, Inc. d/b/a NewPhone

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

Very truly yours,

Regulatory Vice President

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FPSC-COMMISSION CLERK

Amendment to the Agreement Between Image Access, Inc. d/b/a New Phone and BellSouth Telecommunications, Inc. Date 6/19/2002

Pursuant to this Amendment, (the "Amendment"), Image Access, Inc. d/b/a New Phone and Image Access Communications, Inc. d/b/a New Phone (Image Access), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated 6/19/2002 ("Agreement") to be effective after the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and Image Access entered into the Agreement on 6/19/2002, and;

WHEREAS, BellSouth and Image Access 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 20.1 of the General Terms and Conditions and replace it with the following:
 - 20.1 Pursuant to 47 USC § 252(i) and 47 C.F.R. § 51.809, BellSouth shall make available to Image Access 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 6/19/2002 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.

Adoption Language Amendment

Version: 08/31/04

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

BellSouth Telecommunications, Inc.	Image Access, Inc. d/b/a New Phone and Image Access Communications, Inc.
By: Bal El	d/b/a New Phone By:
Name: Kristen E Rowe	Name: Jim Dry
Title: Dilector	Title: Vice President
Date: 11/17/04	Date: ///47/04

Amendment to the Agreement Between Image Access, Inc. d/b/a New Phone and Image Access Communications, Inc. d/b/a New Phone and BellSouth Telecommunications, Inc. Dated 6/19/2002

Pursuant to this Amendment, (the "Amendment"), Image Access, Inc. d/b/a New Phone and Image Access Communications, Inc. d/b/a New Phone ("New Phone"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated 6/19/2002 ("Agreement") to be effective 30 days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and New Phone entered into the Agreement on 6/19/2002, and;

WHEREAS, both Parties agree that an initial New Installation of a 2-Wire Port/Loop Combination- Residence line provisioned at a Location where QuickServe is available on the line shall incur a QuickServe Non-Recurring Charge (NRC) at the NRC Currently Combined Conversion Rate set forth in the Agreement and that any initial New Installation of a 2-Wire Port/Loop Combination - Residence line provisioned at a location where QuickServe is not available, shall incur the Not Currently Combined NRC, First and Additional rates set forth in the Agreement;

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:

- The Parties agree to incorporate into Attachment 2 of the Agreement the rates and USOCs as set forth in Exhibit 1 of this Amendment attached hereto and incorporated herein by this reference.
- 2. All of the other provisions of the Agreement, dated 6/19/2002, shall remain 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.

Quick Serve Amendment Signature Page

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

BellSouth Telecommunications, Inc.	Image Access, Inc. d/b/a New Phone, and Image Access Communications, Inc. d/b/a New Phone
By: Lint Isk	By: Frankly
Name: Klisten E Rowe	Name: Jim Dry
Title: Director	Title: Vice President
Date: 11/22/04	Date: ///17/04

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