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BELL SOUTH®

BellSouth Telecommunications, Inc.
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January 8, 2007

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
07 JAN - 8 PM 4: 25
COMMISSION
CLERK

070032-TP

Re: Approval of Amendment to the interconnection, unbundling, resale and collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and XO Communications Services, 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 XO Communications Services, Inc.

If you have any questions, please do not hesitate to call Robyn Holland at (850) 577-5551.

Very truly yours,

Jerry D. Hendrix RN
Regulatory Vice President

DOCUMENT NUMBER-DATE

00182 JAN-85

FPSC-COMMISSION CLERK

**Amendment to the Agreement
Between
XO Communications Services, Inc.
and
BellSouth Telecommunications, Inc.
Dated October 25, 2002**

Pursuant to this Amendment, (the "Amendment"), XO Communications Services, Inc. (XOCS), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated October 25, 2002 (Agreement) to be effective the last signature executing the Amendment (Effective Date).

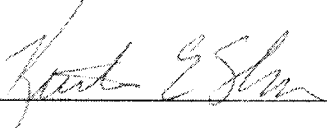
WHEREAS, BellSouth and XOCS entered into the Agreement on October 25, 2002, and;

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:

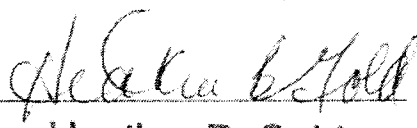
1. The Parties agree to add Section 2.1.12.4.1 of Attachment 2 as follows:
 - 2.1.12.4.1 XOCS' existing HDSL capable loops, in wire centers that have been deemed unimpaired, as of the effective date of the Amendment will be grandfathered under the Agreement until the date XOCS converts the existing HDSL capable loop to another service or the expiration/termination date of the subsequent Agreement. No new HDSL capable loops may be ordered in those wire centers that have been deemed as unimpaired.
2. All of the other provisions of the Agreement, dated October 25, 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.

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

BellSouth Telecommunications, Inc.

By: 
Name: Kristen E. Shore
Title: Director
Date: 1/3/07

XO Communications Services, Inc.

By: 
Name: Heather B. Gold
Title: SVP-External Affairs
Date: 12/20/06