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March 19, 1999

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Ms. Blanca S. Bayó  
Director, Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0850

Re: MCIm/BellSouth Interconnection Agreement  
Docket No. 971140-TP

Dear Ms. Bayó:

Enclosed for filing on behalf of MCImetro Access Transmission Services, Inc. (MCIm) are the original and fifteen copies of a partially executed, revised version of Amendment Number Two dated March 19, 1999 to the MCIm/BellSouth Interconnection Agreement dated June 19, 1997.

MCIm previously submitted a version of Amendment Number Two to the Commission on October 9, 1998, pursuant to the requirements of Order Nos. PSC-98-0810-FOF-TP and PSC-98-1271-FOF-TP

The Commission staff recently met with MCIm and BellSouth sked the parties to attempt to negotiate new language which would make the proposed amendment consistent with the recent U.S. Supreme Court decision in the Iowa Utilities Board case.

MCIm and BellSouth subsequently met, but been unable to agree on the terms of such an amendment. MCIm believes that its version, submitted herewith, is consistent with the PSC's prior orders, as those orders have been impacted by the Supreme Court decision.

- ACK \_\_\_\_\_
- AFA 1
- APP \_\_\_\_\_
- CAF \_\_\_\_\_
- CMU Stavaya
- CTR \_\_\_\_\_
- EAG \_\_\_\_\_
- LEG 1
- LIN 5
- OPC \_\_\_\_\_
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- SEC 1
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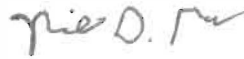
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If you have any questions about this filing, please call.

Very truly yours,



Richard D. Melson

RDM/mee  
Enclosure  
cc: Parties of Record

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a copy of the foregoing was furnished to the following parties by hand delivery this 19th day of March, 1999.

Martha Brown  
FL Public Service Commission  
Gerald L. Gunter Building  
2540 Shumard Oak Blvd. # 370  
Tallahassee, FL 32399-0850

Nancy B. White  
c/o Nancy H. Sims  
Southern Bell Telephone Company  
150 S. Monroe St. Suite 400  
Tallahassee, FL 32301

Tracy Hatch  
AT&T Communications of  
the Southern States, Inc.  
101 N. Monroe Street  
Suite 700  
Tallahassee, FL 32301



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ATTORNEY

**AMENDMENT TWO DATED MARCH 19, 1999  
TO  
MCIIm/BELLSOUTH INTERCONNECTION AGREEMENT  
DATED JUNE 19, 1997**

MCImetro Access Transmission Services, Inc. ("MCIIm") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend the MCIIm/BellSouth Interconnection Agreement dated June 19, 1997 ("Interconnection Agreement") pursuant to the Final Order of the Florida Public Service Commission issued on June 12, 1998 regarding Resolving Interconnection Agreement Disputes, Addressing Retail Service Composition, and Setting Non-Recurring Charges.

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, MCIIm and BellSouth hereby covenant and agree as follows:

1. Based on the Order issued by the Florida Public Service Commission on June 12, 1998 in Docket No. 971140-TP, the rates for Non-recurring Charges for the migration of a Loop and Port Combination as ordered are set forth below.

<b>Network Combination</b>	<b>Element</b>	<b>First Installation</b>	<b>Additional Installations</b>
analog loop	port	\$1.4596	\$0.9335
loop	port	\$3.0167	\$2.4906
analog loop	port	\$1.4596	\$0.9335
4-wire DS1 loop and port		\$1.9995	\$1.2210

2. The prices for any combination of Network Elements shall be determined as the sum of the prices of the individual elements comprising the combination as set forth in the Agreement in Table 1 of Attachment 1. Whether or not a combination of Network Elements is currently offered shall not affect the pricing of the combination. Any BellSouth non-recurring and recurring charges shall not include duplicate charges for functions or activities that MCIIm does not need when two or more Network Elements are combined in a single order. Such non-recurring or recurring charges shall be inclusive and no other charges shall apply, including but not limited to any other consideration for connecting any Network Elements with other Network Elements.

3. All of the other provisions, including all other rates listed in Attachment 1 of the Florida Interconnection Agreement, dated June 19, 1997, shall remain in full force and effect.

4. Either or both of the Parties shall submit this Amendment to the Florida Public Service Commission on or before March 19, 1999 as ordered by the Florida Public Service Commission. However, the Parties acknowledge that the terms and/or rates of this Amendment were established pursuant to the afore-referenced Order of the Florida Public Service Commission. Any or all of the terms or rates of this Amendment may be altered or abrogated by an appeal of the

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or other legal action which materially affects the terms of this Amendment and/or Order. By signing this Amendment, neither Party waives any right to pursue such an appeal or other action.

5. Either or both of the Parties shall submit this Amendment to the Florida Public Service Commission or other regulatory body having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

MCImetro Access Transmission  
Services, Inc.

By: Marcel Henry

Name: Marcel Henry  
Title: Vice President

Date: \_\_\_\_\_

BellSouth Telecommunications, Inc.

By: \_\_\_\_\_

Name: Jerry D. Hendrix  
Title: Director-Interconnection  
Services-Pricing

Date: \_\_\_\_\_