BellSouth Telecommunications, Inc.
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Tallahassee, FL 32301-1556

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Marshall M. Criser III
Vice President
Regulatory & External Affairs

850 224 7798
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January 3, 2002

020016-TP

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 an Amendment to the Interconnection, Unbundling, Resale and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Network Telephone Corporation pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and Network Telephone Corporation are submitting to the Florida Public Service Commission an amendment to their negotiated agreement for the interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Network Telephone Corporation . The initial agreement between the companies was filed in Docket 010880-TP, on June 22, 2001, and was deemed effective by operation of law on September 25, 2001. This amendment provisions for CLEC to CLEC conversion for Unbundled Loops.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting this amendment to the negotiated agreement between BellSouth and Network Telephone Corporation within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties agree that neither of these reasons exists as to the agreement they have negotiated and therefore, as such this amendment should be deemed effective by operation of law on April 3, 2002.

Very truly yours,

Marshall M. Criser III

Regulatory Vice President   (KA)

ATTACHMENT TO TRANSMITTAL LETTER
FOR CLEC Contracts and Adoption Papers

The Amendment entered into by and between Network Telephone Corporation and BellSouth Telecommunications, Inc., dated 12/13/01, for all nine state(s) consists of the following:

ITEM	NO. PAGES
Title Page	2
Exhibit 1	9
TOTAL	11

12/13/01

AMENDMENT TO
INTERCONNECTION AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
AND NETWORK TELEPHONE CORPORATION
DATED MAY 17, 2001

This Agreement (the "Amendment") is made and entered into between BellSouth Telecommunications, Inc. ("BellSouth") a Georgia corporation, and Network Telephone Corporation ("Network Telephone Corporation") a Florida corporation.

WHEREAS, The Parties desire to amend that certain Interconnection Agreement between BellSouth and Network Telephone Corporation dated May 17, 2001 (the "Interconnection Agreement") in order to incorporate rates, terms and conditions for CLEC to CLEC Conversion for Unbundled Loops for all nine states in the BellSouth region;

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, BellSouth and Network Telephone Corporation hereby convenant and agree as follows:

1. To add a new Section, 2.1.6.1 and paragraphs 2.1.6.1.1 through 2.1.6.1.3 in Attachment 2 of the Interconnection Agreement as follows:

2.1.6.1   **CLEC to CLEC Conversions for Unbundled Loops**

2.1.6.1.1   The CLEC to CLEC conversion process for unbundled Loops may be used by Network Telephone Corporation when converting an existing unbundled Loop from another CLEC for the same end-user. The Loop type being converted must be included in Network Telephone Corporation's Interconnection Agreement before requesting a conversion.

2.1.6.1.2   To utilize the CLEC to CLEC conversion process, the Loop being converted must be the same Loop type with no requested changes to the Loop, must serve the same end-user location from the same serving wire center, and must not require an outside dispatch to provision.

2.1.6.1.3   The Loops converted to Network Telephone Corporation pursuant to the CLEC to CLEC conversion process shall be provisioned in the same manner and with the same functionality and options as described in this Attachment for the specific Loop type.

2. The rate elements associated with CLEC to CLEC conversions for Unbundled Loops in Attachment 2 of the Interconnection Agreement are as set forth in Exhibit 1 attached hereto and incorporated herein by this reference.

3. The Parties agree that all of the other provisions of the Interconnection Agreement, dated May 17, 2001, shall remain in full force and effect.

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4. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the 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.

This Amendment is made effective upon the date that it is signed by both Parties.

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

BellSouth Telecommunications, Inc.

By: _G. R. Follensbe_

Title: _Senior Director_

Date: _12-13-01_

Network Telephone Corporation

By: _____

Title: _Chief Administrative Officer_

Date: _12.11.2001_

BELLSOUTH/Network
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EXHIBIT 1
Attachment 2
Exhibit C

UNBUNDLED NETWORK ELEMENTS - Alabama												Attachment: 2			Exhibit: B

CATEGORY		RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)						Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
							Rec	Nonrecurring		Nonrecurring Disconnect					OSS RATES ($)			
								First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																	
	2-WIRE ANALOG VOICE GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UEANL	UREWO		48.12	22.02						27.37	12.97	17.77	17.77
		CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		131.85	38.28						27.37	12.97	17.77	17.77
	2-WIRE ISDN DIGITAL GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		121.19	33.10						27.37	12.97	17.77	17.77
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO ·		104.17	33.10						27.37	12.97	17.77	17.77
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		137.85	29.34						27.37	12.97	17.77	17.77
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.79	29.34						27.37	12.97	17.77	17.77
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.79	29.34						27.37	12.97	17.77	17.77
	4-WIRE DS1 DIGITAL LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.27	40.05						27.37	12.97	17.77	17.77
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.69	38.69						27.37	12.97	17.77	17.77
	2-WIRE Unbundled COPPER LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		104.17	31.42						18.94	8.42		
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		44.69	22.02						18.94	8.42		
	4-WIRE COPPER LOOP																
		CLEC to CLEC conversion Charge without outside dispatch			UCL	UREWO		104.17	31.42						18.94	8.42		

BELLSOUTH/Network
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EXHIBIT 1
Attachment 2
Exhibit C

CATEGORY		RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)						Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
							Rec	Nonrecurring		Nonrecurring Disconnect					OSS RATES ($)			
								First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																	
	2-WIRE ANALOG VOICE GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		48.11	22.01				11.90				
		CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		131.83	38.27				11.90				
	2-WIRE ISDN DIGITAL GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO ·		121.17	33.09				11.90				
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		121.17	33.09				11.90				
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		124.83	29.33				11.90				
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		134.40	29.33				11.90				
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		134.40	29.33				11.90				
	4-WIRE DS1 DIGITAL LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.25	40.04				11.90				
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.67	38.68				11.90				
	2-WIRE Unbundled COPPER LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch (UCL -Des)			UCL	UREWO		123.81	31.41				11.90				
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		44.69	22.01				11.90				
	4-WIRE COPPER LOOP																
		CLEC to CLEC Conversion Charge without outside dispatch			UCL	UREWO		123.81	31.41				11.90				

UNBUNDLED NETWORK ELEMENTS - Florida   Attachment: 2   Exhibit: B

BELLSOUTH/Network
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EXHIBIT 1
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UNBUNDLED NETWORK ELEMENTS - Georgia												Attachment: 2			Exhibit: B
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect				OSS RATES ($)			
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACC. S LOOP																
2-WIRE ANALOG VOIC: .RADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		42.05	21.98						18.94	8.42		
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		104.17	38.21						18.94	8.42		
2-WIRE ISDN DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		120.98	33.04						18.94	8.42		
2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		44.69	31.55						18.94	8.42		
2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch	I		UAL	UREWO		44.69	29.29						18.94	8.42		
2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch	I	I	UHL	UREWO		44.69	31.55						18.94	8.42		
4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch	I		UHL	UREWO		44.69	31.55						18.94	8.42		
4-WIRE DS1 DIGITAL LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.04	39.98						18.94	8.42		
4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatc h			UDL	UREWO		131.46	38.62						18.94	8.42		
2-WIRE Unbundled COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)	I		UCL	UREWO		44.69	31.36						18.94	8.42		
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)	I		UEQ	UREWO		44.69	21.98						18.94	8.42		
4-WIRE COPPER LOOP																
	CLEC to CLEC conversion Charge without outside dispatch	I		UCL	UREWO		44.69	31.36						18.94	8.42		

BELLSOUTH/Network
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EXHIBIT 1
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UNBUNDLED NETWORK ELEMENTS - Kentucky   Attachment: 2   Exhibit: B

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)						Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect					OSS RATES ($)			
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																	
	2-WIRE ANALOG VOICE GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		48.12	22.02					19.99				
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		131.85	38.28					19.99				
	2-WIRE ISDN DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		121.19	33.09					19.99				
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		121.019	33.09					19.99				
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		137.85	29.34					19.99				
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.79	29.34					19.99				
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.79	29.34					19.99				
	4-WIRE DS1 DIGITAL LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.27	40.05									
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.69	38.69					19.99				
	2-WIRE Unbundled COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		148.88	31.42					19.99				
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		44.69	22.02					19.99				
	4-WIRE COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		148.88	31.42					19.99				

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CATEGORY			RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)						Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
								Rec	Nonrecurring		Nonrecurring Disconnect					OSS RATES ($)			
									First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED NETWORK ELEMENTS - Louisiana																Attachment: 2		Exhibit: B	
UNBUNDLED EXCHANGE ACCESS LOOP																			
	2-WIRE ANALOG VOICE GRADE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)				UEANL	UREWO		36.54	16.87					15.20				
		CLEC to CLEC Conversion Charge without outside dispatch				UEA	UREWO		102.10	38.22					15.20				
	2-WIRE ISDN DIGITAL GRADE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UDN	UREWO		113.34	33.04					15.20				
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UDC	UREWO		113.34	33.04					15.20				
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UAL	UREWO		92.83	29.29					15.20				
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UHL	UREWO		101.24	29.29					15.20				
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UHL	UREWO		101.24	29.29					15.20				
	4-WIRE DS1 DIGITAL LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				USL	UREWO		130.07	39.99					15.20				
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch				UDL	UREWO		121.86	38.63					15.20				
	2-WIRE Unbundled COPPER LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)				UCL	UREWO		91.92	31.37					15.20				
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)				UEQ	UREWO		36.53	16.16					15.20				
	4-WIRE COPPER LOOP																		
		CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)				UCL	UREWO		91.92	31.37					15.20				

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CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect				OSS RATES ($)			
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN

UNBUNDLED NETWORK ELEMENTS - Mississippi — Attachment: 2 — Exhibit: B

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																
2-WIRE ANALOG VOICE GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		37.92	17.55				15.75				
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		105.96	38.21				15.75				
2-WIRE ISDN DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		117.61	33.03				15.75				
2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		117.61	33.03				15.75				
2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		96.15	29.28				15.75				
2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		104.86	29.28				15.75				
4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		104.86	29.28				15.75				
4-WIRE DS1 DIGITAL LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.03	39.98				15.75				
4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		126.53	38.62				15.75				
2-WIRE Unbundled COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		95.21	31.36				15.75				
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		36.53	16.16				15.75				
4-WIRE COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		95.21	31.36				15.75				

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UNBUNDLED NETWORK ELEMENTS - North Carolina														Attachment: 2			Exhibit: B
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)						Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect					OSS RATES ($)			
							First	Add'l	First	Add'l		SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																	
	2-WIRE ANALOG VOICE GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		48.07	22.00						26.94	12.76		
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		131.73	38.24						26.94	12.76		
	2-WIRE ISDN DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		121.08	33.06						26.94	12.76		
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		121.08	33.06						26.94	12.76		
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		137.72	29.31						26.94	12.76		
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.66	29.31						26.94	12.76		
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		137.66	29.31						26.94	12.76		
	4-WIRE DS1 DIGITAL LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.15	40.01						26.94	12.76		
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.57	38.65						26.94	12.76		
	2-WIRE Unbundled COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		148.74	31.39						19.99	19.99	19.99	19.99
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		48.07	22.00						19.99	19.99	19.99	19.99
	4-WIRE COPPER LOOP																
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		148.74	31.39						19.99	19.99	19.99	19.99

BELLSOUTH/Network
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EXHIBIT 1
Attachment 2
Exhibit C

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	Svc Order Submitted Elec per LSR (SOMEC)	Svc Order Submitted Manually per LSR (SOMAN)	Incremental Charge - Manual Svc Order vs. Electronic-1st (SOMAN)	Incremental Charge - Manual Svc Order vs. Electronic-Add'l (SOMAN)	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st (SOMAN)	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l (SOMAN)
													OSS RATES ($)			
UNBUNDLED NETWORK ELEMENTS - South Carolina										Attachment: 2					Exhibit: B	
UNBUNDLED EXCHANGE ACCESS LOOP																
	2-WIRE ANALOG VOICE GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		48.22	22.06						44.42	13.55		
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		132.12	38.36						44.42	13.55		
	2-WIRE ISDN DIGITAL GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		121.44	33.16						44.42	13.55		
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		121.44	33.16						44.42	13.55		
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		138.14	29.40						44.42	13.55		
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		138.07	29.40						44.06	13.55		
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UHL	UREWO		138.07	29.40						44.06	13.55		
	4-WIRE DS1 DIGITAL LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.54	40.13						43.77	13.55		
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.96	38.77						44.06	13.55		
	2-WIRE Unbundled COPPER LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		149.19	31.48						19.99	19.99	19.99	19.99
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)			UEQ	UREWO		44.69	22.06						19.99	19.99	19.99	19.99
	4-WIRE COPPER LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)			UCL	UREWO		149.19	31.48						19.99	19.99	19.99	19.99

BELLSOUTH/Network
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EXHIBIT 1
Attachment 2
Exhibit C

CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES($)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	Add'l	SOMEC	SOMAN	OSS RATES ($) SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED EXCHANGE ACCESS LOOP																
	2-WIRE ANALOG VOICE GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UVL-SL1)			UEANL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	CLEC to CLEC Conversion Charge without outside dispatch			UEA	UREWO		75.06	38.34					20.35	10.54	13.32	13.32
	2-WIRE ISDN DIGITAL GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDN	UREWO		121.37	33.14					20.35	10.54	13.32	13.32
	2-WIRE Universal Digital Channel (UDC) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDC	UREWO		121.37	33.14					20.35	10.54	13.32	13.32
	2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UAL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch	I	I	UHL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch	I		UHL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	4-WIRE DS1 DIGITAL LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			USL	UREWO		130.47	40.11					20.35	10.54	13.32	13.32
	4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch			UDL	UREWO		131.89	38.75					20.35	10.54	13.32	13.32
	2-WIRE Unbundled COPPER LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)	I		UCL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-ND)	I		UEQ	UREWO		31.99	20.02					20.35	10.54	13.32	13.32
	4-WIRE COPPER LOOP															
	CLEC to CLEC Conversion Charge without outside dispatch (UCL-Des)	I		UCL	UREWO		31.99	20.02					20.35	10.54	13.32	13.32