

RECEIVED-FPSC  **BELLSOUTH**

BellSouth Telecommunications, Inc 850 224-7798
Suite 400 Fax 850 224-5073
150 South Monroe Street
Tallahassee, Florida 32301-1556

69 OCT 24 PM 4:38

Marshall M. Criser III
Regulatory Vice President

RECORDS AND
REPORTING

October 23, 2000

Mrs. Blanca S. Bayo
Director, Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

001595-7P

Re: Approval of an Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and MGC Communications, Inc. d/b/a Mpower Communications 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 MGC Communications, Inc. d/b/a Mpower Communications 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 MGC Communications, Inc. d/b/a Mpower Communications. The Commission approved the initial agreement between the companies in Order No. PSC-98-1330-FOF-TP issued October 12, 1998 in Docket 980861-TP.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and MGC Communications, Inc. d/b/a Mpower Communications 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 aver that neither of these reasons exist as to the agreement they have negotiated and therefore, are very hopeful that the Commission shall approve their agreement.

Very truly yours,

Marshall M. Criser III
(cc)

DOCUMENT NUMBER-DATE

13608 OCT 24 8

FPSC-RECORDS/REPORTING

ATTACHMENT TO TRANSMITTAL LETTER

The Amendment entered into by and between Mpower Communications Corporation, Inc. and BellSouth Telecommunications, Inc., dated September 6, 2000, for the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee consists of the following:

ITEM	NO. PAGES
Amendment	1
TOTAL	1

**FIRST AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
MGC COMMUNICATIONS d/b/a MPOWER COMMUNICATIONS CORPORATION AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 21, 2000**

Pursuant to this Agreement, (the "Amendment") MGC Communications d/b/a Mpower Communications Corporation ("MGC") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 21, 2000 ("Interconnection Agreement").

NOW THEREFORE, in consideration of the mutual promises and covenants 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. MGC has changed the name of said business to MGC Communications, Inc. d/b/a Mpower Communications Corp., a Nevada corporation. The Interconnection Agreement is hereby amended to reflect the name change.

2. All of the other provisions of the Interconnection Agreement, dated June 21, 2000, shall remain in full force and effect.

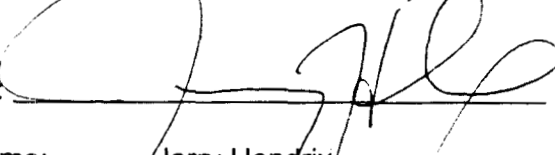
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

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

**MGC Communications, Inc. d/b/a
Mpower Communications Corp.**

By: 
Name: James D. Mitchell III
Title: Southwest Region President
Date: 9/7/00

BellSouth Telecommunications, Inc.

By: 
Name: Jerry Hendrix
Title: Senior Director
Date: 9/6/00