

BELLSOUTH

BellSouth Telecommunications, Inc.

Regulatory & External Affairs

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Marshall M. Criser III

Vice President

Regulatory & External Affairs

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February 2, 2004

040106-JP

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 Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and KMC Telecom Holdings Inc.

Dear Mrs. Bayo:

Please find enclosed for filing and approval, an original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection, Unbundling, Resale, and Collocation Agreement with KMC Telecom Holdings Inc..

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

Very truly yours,

Marshall M. Criser III
(KA)

Regulatory Vice President

DOCUMENT NUMBER-DATE

01524 FEB-23

FPSC-COMMISSION CLERK

**AMENDMENT TO
INTERCONNECTION AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC. AND
KMC TELECOM HOLDINGS, INC.
DATED OCTOBER 6, 2000**

This Agreement (the "Amendment") is made and entered into between BellSouth Telecommunications, Inc. ("BellSouth"), a Georgia corporation, and KMC Telecom Holdings, Inc. ("KMC"), a Delaware corporation, on behalf of itself and its certificated operating affiliates identified in Attachment A hereto.

WHEREAS, the Parties desire to amend that certain Interconnection Agreement between BellSouth and KMC dated October 6, 2000 (the "Interconnection 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, KMC and BellSouth hereby covenant and agree as follows:

1. Section 3.21 of Attachment 1 of the Interconnection Agreement is hereby deleted in its entirety and replaced with the following language:


"Notwithstanding the foregoing, BellSouth may provide KMC notice via Internet posting of price changes and changes to the terms and conditions of services available for resale per Commission Orders. To the extent that referenced changes to prices, terms and/or conditions would require amendment under the terms of this Agreement, the Resale Internet Posting does not replace the need for an amendment or impact the effective date of such amendment. BellSouth will also post changes to business processes and policies, notices of new service offerings, and changes to service offerings not requiring an amendment to this Agreement, notices required to be posted to BellSouth's website, and any other information of general applicability to CLECs."
2. All other provisions of the Interconnection Agreement, dated October 6, 2000, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to the appropriate state Commissions for approval subject to section 252(e) of the Federal Telecommunications Act of 1996.

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

Attachment B – Settlement Agreement

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

BellSouth Telecommunications, Inc.

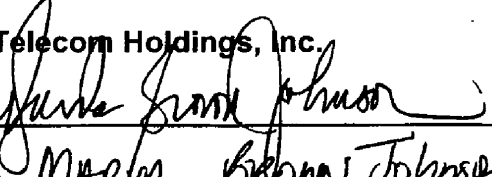
By: 

Name: ELIZABETH R.A. STAROBIN

Title: DIRECTOR

Date: 4/8/03

KMC Telecom Holdings, Inc.

By: 

Name: MARIA BROWN JOHNSON

Title: For/Sr. Vice President -

Date: 3/31/03 Legal & Regulatory

Attachment B – Settlement Agreement

Attachment A - Interconnection Agreement

SCHEDULE OF KMC HOLDINGS, INC. (KMC TELECOM) OPERATING AFFILIATES

KMC Telecom III, Inc. KMC Telecom V, Inc. (AL, FL, GA, LA, MS, SC, and TN)

KMC Telecom II, Inc., KMC Telecom III, Inc. KMC Telecom V, Inc. (NC)

KMC Telecom V, Inc. (KY)