

**Amendment to the Interconnection Agreement
By and Between BellSouth Telecommunications, Inc.
And
Ernest Communications, Inc.
Dated April 27, 2000**

This Agreement refers to the Interconnection Agreement ("the Agreement") entered into by Ernest Communications, Inc. ("ECI") and BellSouth Telecommunications, Inc. ("BellSouth") on April 27, 2000. This Amendment ("Amendment") is made by and between ECI and BellSouth and shall be deemed effective on the date executed by ECI and BellSouth.

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, ECI and BellSouth (individually, a "Party" and collectively, the "Parties") hereby covenant and agree as follows:

1. The Parties hereby mutually agree to delete in its entirety the rate of "N/A" for the rate element for "8XX Access Ten Digit Screening (all types), per call" for Florida in Exhibit C of Attachment 2 of the Agreement and to replace it with the new rate "\$0.0006531".
2. All of the other provisions of the Interconnection Agreement shall remain unchanged and in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the appropriate State Public Service Commissions or other Regulatory Agencies 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.

Ernest Communications, Inc.

Original Signature on File

Signature
Paul Masters

Name

President

Title
6/14/01

Date

BellSouth Telecommunications, Inc.

Original Signature on File

Signature
C. W. Boltz

Name

Managing Director

Title
6/20/01

Date