

BEFORE THE TENNESSEE REGULATORY AUTHORITY AT

NASHVILLE, TENNESSEE

October 30, 2000

IN RE:	)	
	)	
APPROVAL OF AMENDMENT TO THE RESALE	)	DOCKET NO. 00-00716
AGREEMENT NEGOTIATED BY BELL SOUTH	)	
TELECOMMUNICATIONS, INC. AND DPI	)	
TELECONNECT, LLC PURSUANT TO SECTIONS	)	
251 AND 252 OF THE TELECOMMUNICATIONS	)	
ACT OF 1996	)	

ORDER APPROVING AMENDMENT TO RESALE AGREEMENT

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition of BellSouth Telecommunications, Inc. for approval of an Amendment to the Resale Agreement (the "Amendment") negotiated by and between BellSouth Telecommunications, Inc. and DPI Teleconnect, LLC. The Petition for approval of the Amendment came before the Authority pursuant to 47 U.S.C. §§ 251-252.

The Amendment was considered at a regularly scheduled Authority Conference held on October 24, 2000, in Nashville, Tennessee before Chairman Sara Kyle, Director H. Lynn Greer, Jr., and Director Melvin J. Malone. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 *et seq.* Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251-252, the Directors unanimously approved the Amendment and made the following findings and conclusions:

1) The Amendment is in the public interest as it provides consumers with alternative sources of telecommunications services within the BellSouth Telecommunications, Inc. service area;

2) The Amendment is not discriminatory to telecommunications service providers that are not parties thereto;

3) No party has sought intervention in this docket;

4) The approval of the Amendment is consistent with previous Authority decisions and orders; and

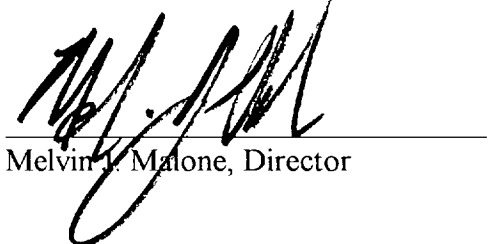
5) The Amendment and the Resale Agreement are reviewable by the Authority pursuant to 47 U.S.C. §§ 251-252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:

The Amendment to the Resale Agreement negotiated by and between BellSouth Telecommunications, Inc. and DPI Teleconnect, LLC is approved and is subject to the review of the Authority as provided herein.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary