

BEFORE THE TENNESSEE REGULATORY AUTHORITY AT

NASHVILLE, TENNESSEE

June 8, 2001

IN RE:	)	
	)	
APPROVAL OF THE INTERCONNECTION	)	DOCKET NO. 01-00213
AGREEMENT AND COLLOCATION AGREEMENT	)	
AND AMENDMENTS THERETO NEGOTIATED BY	)	
BELLSOUTH TELECOMMUNICATIONS, INC. AND	)	
MAXCESS, INC. PURSUANT TO SECTIONS 251	)	
AND 252 OF THE TELECOMMUNICATIONS ACT	)	
OF 1996	)	

**ORDER APPROVING INTERCONNECTION AGREEMENT
AND COLLOCATION AGREEMENT AND AMENDMENTS THERETO**

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition for approval of an Interconnection Agreement and Collocation Agreement (collectively "Agreement") and Amendments ("Amendments") thereto negotiated by and between BellSouth Telecommunications, Inc. and Maxcess, Inc. ("Maxcess"). The Petition for approval of the Agreement and Amendments came before the Authority pursuant to 47 U.S.C. §§ 251-252.

The Agreement and Amendments were considered at a regularly scheduled Authority Conference held on May 15, 2001, 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 Agreement and Amendments and made the following findings and conclusions:

1) The Agreement and Amendments are in the public interest as they provide consumers with alternative sources of telecommunications services within the BellSouth Telecommunications, Inc. service area;

2) The Agreement and Amendments are not discriminatory to telecommunications service providers that are not parties thereto;

3) No party has sought intervention in this docket;

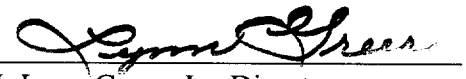
4) Approval of the Agreement and Amendments is consistent with previous Authority decisions and orders; and

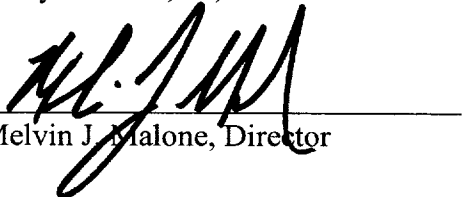
5) The Agreement and Amendments are reviewable by the Authority pursuant to 47 U.S.C. §§ 251-252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:

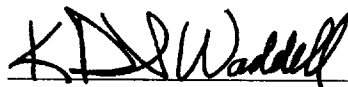
The Interconnection Agreement and Collocation Agreement and Amendments thereto negotiated by and between BellSouth Telecommunications, Inc. and Maxcess, Inc. are approved and are subject to the review of the Authority as provided herein.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary