

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

October 24, 2001

IN RE:

APPROVAL OF THE AMENDMENT TO THE)	
INTERCONNECTION AGREEMENT)	DOCKET NO. 01-00696
NEGOTIATED BY BELLSOUTH)	
TELECOMMUNICATIONS, INC. AND)	
NETWORK TELEPHONE CORPORATION)	
PURSUANT TO SECTIONS 251 AND 252 OF)	
THE TELECOMMUNICATIONS ACT OF 1996)	

ORDER APPROVING AMENDMENT TO INTERCONNECTION AGREEMENT

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition for approval of the Amendment to the Interconnection Agreement negotiated between BellSouth Telecommunications, Inc. and Network Telephone Corporation. The Petition for approval of the Amendment to the Agreement came before the Authority pursuant to 47 U.S.C. §§ 251 and 252.

The original Interconnection Agreement was filed with the Authority on July 26, 2001, Docket No. 01-00659. It was approved at a regularly scheduled Authority Conference held on September 25, 2001.

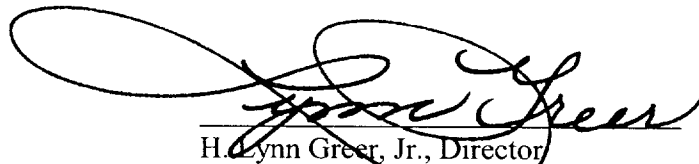
The Amendment was filed on August 8, 2001, and was considered at a regularly scheduled Authority Conference held on October 9, 2001, in Nashville, Tennessee before Chairman Sara Kyle, Director H. Lynn Greer, Jr., and Director Melvin J. Malone. The Authority has jurisdiction over public utilities pursuant 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 and 252, the Directors unanimously approved the Amendment and made the following findings and conclusions:

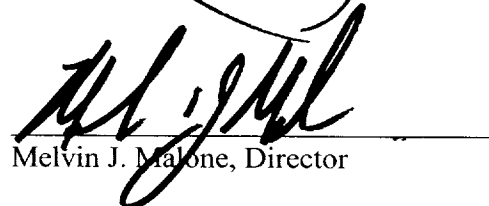
- 1) The Amendment is in the public interest as it provides consumers with alternative sources of telecommunications services within BellSouth Telecommunications, Inc.'s service area;
- 2) The Amendment is not discriminatory to telecommunications service providers that are not parties thereto;
- 3) No party has sought intervention in this docket;
- 4) The Amendment satisfies the standards for approval of negotiated interconnection agreements set forth in 47 U.S.C. §§ 251 and 252; and
- 5) The Amendment is reviewable by the Authority pursuant to 47 U.S.C. §§ 251 and 252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:

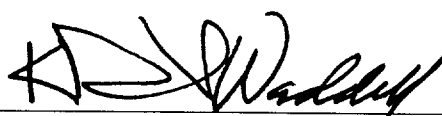
The Amendment to the Interconnection Agreement negotiated by and between BellSouth Telecommunications, Inc. and Network Telephone Corporation is approved and is subject to the review of the Authority as provided herein.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary