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BellSouth Telecommunications, Inc.

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Suite 2101
Nashville, TN 37201-3300

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T.R.A. DOCKET ROOM

Guy M. Hicks
General Counsel

615 214 6301
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January 21, 2004

VIA HAND DELIVERY

Hon. Deborah Taylor Tate
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

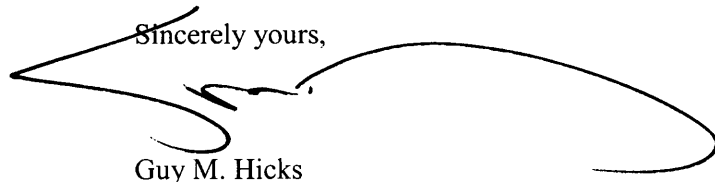
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and IDS Telecom, L.L.C. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 04-06021

Dear Chairman Tate:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, IDS Telecom, L.L.C. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated February 5, 2003. The Amendment deletes OSS Regional Rates for Attachment 1 and 2 and replaces with OSS State Specific Rates reflected in Exhibit 1 of the Amendment.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Angel Leiro, V-P Regulatory Affairs, IDS Telecom, L.L.C.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and IDS Telecom, L.L.C. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND IDS TELECOM, L.L.C.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, IDS Telecom, L.L.C. ("IDS") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated February 5, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, IDS and BellSouth state the following:

1. IDS and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to IDS. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on March 17, 2003.

2. The parties have recently negotiated an Amendment to the Agreement which deletes OSS Regional Rates for Attachment 1 and 2 and replaces with OSS State Specific Rates reflected in Exhibit 1 of the Amendment. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, IDS and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and IDS within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. IDS and BellSouth aver that the Amendment is consistent with the standards for approval.

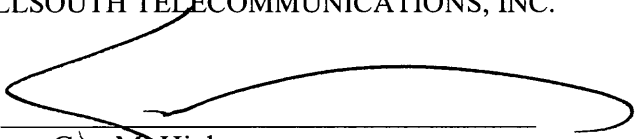
6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

IDS and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 20th day of Jan, 2004.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

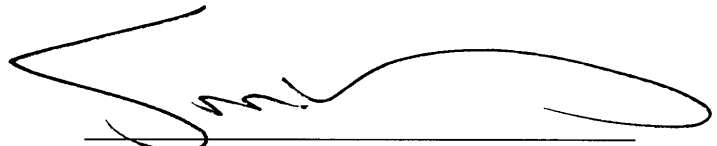
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 25th day of Feb, 2004:

Angel Leiro
V-P Regulatory Affairs
IDS Telecom LLC
1525 N.W. 167th Street
2nd Floor
Miami, FL



Guy M. Hicks

**Amendment to the Agreement
Between
IDS Telcom, L.L.C.
and
BellSouth Telecommunications, Inc.
Dated February 5, 2003**

Pursuant to this Amendment, (the "Amendment"), IDS Telcom, L.L.C. (IDS Telcom), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated February 5, 2003 ("Agreement") to be effective the date of the last signature executing the Amendment.

WHEREAS, BellSouth and IDS Telcom entered into the Agreement on February 5, 2003, and;

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, the Parties hereby covenant and agree as follows:

1. The Parties agree delete the Regional Rates for Operational Support Systems (OSS) in Exhibit E of Attachment 1 and Exhibit B of Attachment 2 in their entirety and replace with the State Specific OSS rates in Exhibit 1, attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated February 5, 2003, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

Signature Page

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: Pat C. FinleyName: PATRICK FINLEYTitle: ASSISTANT DIRECTORDate: 11-05-03**IDS Telcom, L.L.C.**By: [Signature]Name: Robert HackerTitle: CFODate: 11/4/03

State Specific OSS Rates
ATT 1 & 2

[CCCS Amendment 2 of 20]

[CCCS Amendment 2 of 20]

RESALE DISCOUNTS AND RATES - Alabama														
CATEGORY	RATE ELEMENTS	Inter m Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 1		Exhibit E	
					Rec	Nonrecurring		Nonrecurring Disconnect Add'l			Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l
						First	Add'l							
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"														
NOTE (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states														
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only			SOMEC		3.95	0.00	3.33	0.00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only			SOMAN		18.82	0.00	18.82	0.00					

RESALE DISCOUNTS AND RATES - Florida															
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 1		Exhibit E	
						Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st
						Rec	Add'l	First	Add'l	SOME	SOMAN				
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME		10.80	0.00	10.80	0.00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		22.00	0.00	22.00	0.00					

[illegible]

RESALE DISCOUNTS AND RATES - Louisiana															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 1		Exhibit E	
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First			Incremental Charge - Manual Order vs Electronic-1st	Add'l	Incremental Charge - Manual Order vs Electronic-Disc 1st	Add'l
												SOME	SOMAN	SOMAN	SOMAN
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME		2 28	0 00	2 28	0 00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		18 27	0 00	18 27	0 00					

RESALE DISCOUNTS AND RATES - North Carolina															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 1		Exhibit E	
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First			Incremental Charge - Manual Svc Order vs Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - Electronic Service Order Charge, For Local Service Request (LSR) Submission, Per Month			SYS	SOMNC	305 00									
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMECE		0 00	0 00	0 00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		22 00	0 00	22 00						

RESALE DISCOUNTS AND RATES - South Carolina														
CATEGORY	RATE ELEMENTS	Inter m Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 1		Exhibit E	
					Rec	Nonrecurring		Nonrecurring Disconnect First			Add'l	Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st
						First	Add'l							
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"														
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only			SOMEc		4.03	0.00	3.41	0.00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only			SOMAN		18.86	0.00	18.86	0.00					

UNBUNDLED NETWORK ELEMENTS - Alabama																			
CATEGORY	RATE ELEMENTS	Inten m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2				Exhibit B			
						Rec	Nonrecurring		Nonrecurring Disconnect			Incremental Charge - Manual Svc Order vs Electronic- 1st		Incremental Charge - Manual Svc Order vs Electronic- Add'l	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l			
First	Add'l	First	Add'l	SOME	SOMAN		SOME	SOMAN											
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																			
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NOTE (2) Any element that can be ordered electronically will be billed according to the SOME rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOME rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs																			

UNBUNDLED NETWORK ELEMENTS - Florida																	
CATEGORY	RATE ELEMENTS				Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
	Rec	Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Order vs Electronic-1st Add'l	Incremental Charge - Manual Order vs Electronic-Add'l	Incremental Charge - Manual Order vs Electronic-Disc 1st Add'l	Incremental Charge - Manual Order vs Electronic-Disc Add'l						
		First	Add'l	First								Add'l	SOMECH	SOMAN	SOMAN	SOMAN	
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES:"																	
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OSS - Electronic Service Order Charge Per Local Service Request (LSR) - UNE Only																	
						SOMECH		1.52	0.00	0.20	0.00						
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only																	
						SOMAN		11.90	0.00	1.83	0.00						

UNBUNDLED NETWORK ELEMENTS - Georgia															
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	Add'l	SOMEc	SOMAN	Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Add'l	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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NOTE (3) OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only = \$110.00 Per Each Additional 1000 Orders Per Month															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only Per First 1000 Orders Per Month			UE+***, SSQSS	SOMGA	550.00									
	Service Establishment Charge For OSS Interfaces (GA)			SYS	SYSL		200.00	0.00	0.00	0.00					
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		0.00	0.00	0.00	0.00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		11.73	0.00	6.13	0.00					

UNBUNDLED NETWORK ELEMENTS - Kentucky															
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
						Rec	Nonrecurring Add'l	Nonrecurring First	Nonrecurring Disconnect Add'l			Incremental Charge - Manual Svc Order vs Electronic- 1st Add'l	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st Add'l	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l	
											SOME	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMECH		7 88	0 00	6 82	0 00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		7 86	0 00	0 99	0 00					

UNBUNDLED NETWORK ELEMENTS - Mississippi																	
CATEGORY	RATE ELEMENTS				Interim	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l	Attachment 2	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st Add'l	Exhibit B
							Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	SOME C	SOMAN	OSS Rates (\$)	SOMAN	SOMAN	
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																	
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only							5.70	0.00	3.57	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only							15.75	0.00	1.97	0.00						

UNBUNDLED NETWORK ELEMENTS - North Carolina													
CATEGORY	RATE ELEMENTS	Inten m Zone	BCS	USOC	RATES (\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
										Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring First	Nonrecurring Add'l	Nonrecurring First	OSS Rates (\$)	OSS Rates (\$)	OSS Rates (\$)	OSS Rates (\$)
					Rec					SOME	SOMAN	SOMAN	SOMAN
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"													
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NOTE (3) OSS - Manual Service Order Charge, Per Element - UNE Only **Please see applicable rate element for OSS charge													
	OSS - Electronic Service Order Charge, For Local Service Request (LSR) Submission, Per Month		UE+++ SSOSS	SOMNC	305.00								
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only			SOME		0.00	0.00	0.00					
	OSS - Manual Service Order Charge, Per Element - UNE Only			SOMAN									
	**Please see applicable rate element for OSS charge												

UNBUNDLED NETWORK ELEMENTS - South Carolina													
CATEGORY	RATE ELEMENTS	Intern m	BCS	USOC	RATES (\$)			Svc Order - Svc Order Submitted - Submitted Elec - Manual per LSR - per LSR		Attachment 2 Incremental Charge - Manual Svc Order vs Electronic- 1st		Exhibit B Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	
					Nonrecurring Add'l	First	Disconnect Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	Source
													6/11/03 5:52 PM
OPERATIONAL SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"													
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	OSS - Electronic Service Order Charge - Per Local Service Request (LSR) - UNE Only				5.92	0.00	3.80	0.00					9/26/03 8:17 AM
	OSS - Manual Service Order Charge - Per Local Service Request (LSR) - UNE Only				15.69	0.00	1.97	0.00					9/26/03 7:48 AM
													5/22/03 8:03 PM
													5/22/03 8:03 PM

[illegible]