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REGULATORY AUTH.

Guy M. Hicks

General Counsel

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EXECUTIVE SECRETARY

BellSouth Telecommunications, Inc. 615 214-6301  
Suite 2101 Fax 615 214-7406  
333 Commerce Street  
Nashville, Tennessee 37201-3300

March 9, 2000

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

Re: Approval of the Interconnection Agreement and Amendment Thereto Negotiated  
by BellSouth Telecommunications, Inc. and BlueStar Networks, Inc. Pursuant to  
Sections 251 and 252 of the Telecommunications Act of 1996.  
Docket No. ~~99-00892~~

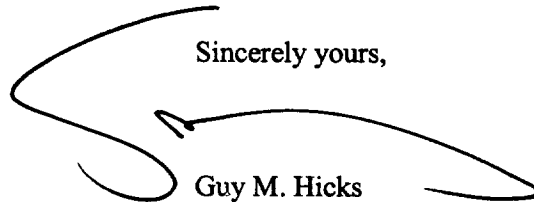
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Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, BlueStar Networks, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Interconnection Agreement and Amendment Thereto. The Amendment revises the Unbundled Copper Loop ("UCL") language to allow UCL's at lengths greater than 18kft.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Norton Cutler, BlueStar Networks, Inc.

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