

BellSouth Telecommunications, Inc.
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January 17, 2001

VIA HAND DELIVERY

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

Re: Approval of the Resale Agreement and Amendment Thereto Negotiated
by BellSouth Telecommunications, Inc. and Direct-Tel USA, LLC
Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.
Docket No. 01-00072

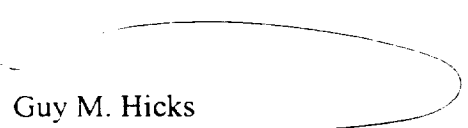
Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Direct-Tel USA, LLC 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 Resale Agreement and Amendment Thereto. The Amendment adds the discount for Lifeline/Link Up.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks



cc: Ronald Kaplan, Direct-Tel USA, LLC