

**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
PUREPACKET COMMUNICATIONS, INC. AND
BELL SOUTH TELECOMMUNICATIONS, INC.
DATED APRIL 19, 2000**

Pursuant to this Agreement, (the "Amendment") PurePacket Communications, Inc. ("PurePacket") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated April 19, 2000 ("Interconnection Agreement").

WHEREAS, on April 19, 2000 the Parties entered into an Interconnection Agreement reflecting the name of PurePacket Communications, Inc., a Georgia corporation.

WHEREAS, the correct name of the company is PurePacket Communications of the South, Inc., a Delaware corporation,

NOW THEREFORE, in consideration of the mutual promises and covenants 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 preamble of the Interconnection Agreement is hereby deleted in its entirety and replaced with the following language:

This Agreement, which shall become effective as of the 19th day of April, 2000, is entered into by and between PurePacket Communications of the South, Inc. ("PurePacket") a Delaware corporation, on behalf of itself, and BellSouth Telecommunications, Inc., ("BellSouth"), a Georgia corporation, on behalf of itself and its successors and assigns.

2. All references to PurePacket Communications, Inc. shall be replaced with PurePacket Communications of the South, Inc.
3. All of the other provisions of the Interconnection Agreement shall remain unchanged and in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

PurePacket Communications of the South, Inc.

By: Signature on File

Name: Tom Buttermore

Title: CEO

Date: 5/1/2000

BellSouth Telecommunications, Inc.

By: Signature on File

Name: Jerry Hendrix

Title: Senior Director

Date: 5/3/00