

AMENDMENT TO
RESALE AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
AND NOS COMMUNICATIONS, INC.
DATED JULY 21, 1998

Pursuant to this Agreement (the "Amendment"), BellSouth Telecommunications, Inc. ("BellSouth") and NOS Communications, Inc. ("NOS Communications, Inc.") hereinafter referred to collectively as the "Parties" hereby agree to amend that certain Resale Agreement between the Parties dated July 21, 1998 ("Resale Agreement").

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, BellSouth and NOS Communications, Inc. hereby covenant and agree as follows:

1. The Resale Agreement dated July 21, 1998 between BellSouth and NOS Communications, Inc. has hereby been terminated and is no longer of any further effect pursuant to the verbal request received on August 14, 2000 from NOS Communications, Inc. Should NOS Communications, Inc. seek to establish an agreement for Resale or Interconnection with BellSouth at a later date in the future, NOS Communications, Inc. shall contact BellSouth at that time to initiate the negotiations process for the requested agreement.

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

ON FILE _____
BELLSOUTH TELECOMMUNICATIONS, INC.

ON FILE _____
NOS Communications, Inc. by its agent
Global TeleCompetition Consultants

NAME: Jerry Hendrix

NAME: Robert F. Schneberger _____

TITLE: Sr. Director – Interconnection Svcs

TITLE: Executive Vce Pres. _____

DATE: 8/21/00

DATE: August 18, 2000 _____