

**BellSouth Interconnection Services**

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Atlanta, Georgia 30375

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August 28, 2001

Rudolph J. Geist  
O1 Communications, Inc.  
63 North Chapel Street  
Suite 203  
Newark, DE 19711

***Re: Cancellation of O1 Communications, Inc. and BellSouth Telecommunications,  
Inc. Interconnection Agreement***

Dear Mr. Geist:

In accordance with the timeframe stated within Terms and Conditions of the contract, on February 28, 2001, BellSouth Telecommunications, Inc. expressed its interest to O1 Communications, Inc. to renegotiate an Interconnection Agreement between the two Parties. The basis for re-negotiation was the current BellSouth Standard Interconnection Agreement. This Standard Agreement is utilized so that the new agreement might reflect various changes established by court orders, along with recent developments in industry standards, subsequent to signing the original agreement.

The re-negotiation process did not progress during the negotiations window; and, on January 7, 2001, the existing Agreement between the two Parties expired. BellSouth sent a letter to re-start the 135-day window for negotiations, which closed on July 28, 2001. Other letters requesting O1 Communications, Inc. to commence negotiations were sent March 30, 2001, May 2, 2001, June 11, 2001, and June 25, 2001, and O1 Communications, Inc. did not respond.

Due to this inactivity in negotiations, *please be informed that service provided to your organization by BellSouth will be terminated as of October 28, 2001*, 60 days from issuance of this letter. Remittance of all payments by O1 Communications, Inc. to BellSouth is expected in full for all services provided by BellSouth to O1 Communications, Inc. up to October 28, 2001.

If you have any questions or concerns, please give me a call at (404) 927-7596.

Regards,

Nicole Bracy  
Manager, Interconnection Services

cc: Greg Follensbee, Senior Director