

ACCESS SERVICE

22. Discount Plans (Cont'd)

22.1 National Discount Plan (Cont'd)

22.1.10 Sale of a Telephone Company Operating Territory (Cont'd)

(A) (Cont'd)

(2) (Cont'd)

(a) When calculating the Monthly Average Count of Equivalent DS1 CTs under Section 22.1.7(B)(1) preceding, the Telephone Company will calculate the Sale Adjustment of Equivalent DS1 CTs (as used in Step 2(ii) of Section 22.1.7(B)(1) preceding) for each Qualifying Service included in the Telephone Company Sale.

The Sale Adjustment of Equivalent DS1 CTs is calculated as follows:

(i) Using the table in Section 22.1.4(A)(1) preceding, determine the number of Equivalent DS1 CTs associated with the Qualifying Service(s) that were sold as calculated in accordance with Section 22.1.4(A)(1) preceding.

(ii) Determine the number of whole calendar months remaining in the Annual True-Up Period following the month in which the Telephone Company Sale occurred through the end of the Annual True-Up Period. For example, if the Telephone Company Sale occurred in April, and the Annual True-Up Period ended in August, then the number of whole months remaining in the Annual True-Up Period was four (4) months; and

(iii) Determine the Sale Adjustment of Equivalent DS1 CTs by multiplying (a) the result of (i) above; by (b) the result of (ii) above. The Telephone Company shall use such Sale Adjustment(s) in the calculation of Step 2(ii) of the Monthly Average Count of Equivalent DS1 CTs as set forth in Section 22.1.7(B)(1) preceding.

(b) The Sale Adjustment of Equivalent DS1 CMs is calculated in the same manner as the Sale Adjustment of Equivalent DS1 CTs is calculated in (a) above, except that such calculations shall use Equivalent DS1 CMs and DS1 CM Multipliers instead of Equivalent DS1 CTs and DS1 CT multipliers.

(c) If, following the sale or divestiture of an operating territory or a portion of the operating territory of the (N) Telephone Company to an unaffiliated third party, the unaffiliated third party concurs in FCC11 during calendar | (x) year 2008 (**FCC11 Concurring Carrier**), the terms and conditions set forth in this Section 22.1.10(A) apply to | (x) the Issuing Carriers of this tariff and the terms and conditions set forth in Section 22.1.10(B) following apply to | (N) the FCC11 Concurring Carrier.

(x) Issued under authority of Special Permission No. 08-xxx of the Federal Communications Commission

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22. Discount Plans (Cont'd)

22.1 National Discount Plan (Cont'd)

22.1.10 Sale of a Telephone Company Operating Territory (Cont'd)

(B) In the event of a Telephone Company Sale involving an FCC11 Concurring Carrier, as defined in (A)(2)(c) preceding, the following applies: (N)

(1) The Issuing Carriers will conduct the Annual True-Up in accordance with Section 22.1.7 preceding taking into account any Sale Adjustment calculated in (A) preceding. Where the Annual True-Up results in accrued amounts due from or owed to the customer, such amounts will be apportioned between the Issuing Carriers and the FCC11 Concurring Carrier during the portion of the Plan Year when the unaffiliated third party concurred in FCC11 (**Concurrence Period**). The following items are subject to such apportioning: (x)

- (a) Shortfall Penalty as calculated in Section 22.1.7(C) preceding.
- (b) Discount Tier Adjustments as set forth in Section 22.1.7(D) preceding.
- (c) CBB Discounts as set forth in Section 22.1.7(E) preceding.
- (d) Termination liability as set forth in Section 22.1.13 following.
- (e) Other liabilities due or accruing during the Concurrence Period under this Section 22.1.

(2) Apportioning Amounts Due from or Owed to the Customer

(a) Amounts Due from or Owed to the Customer to/from the FCC11 Concurring Carrier

The FCC11 Concurring Carrier's portion of amounts due from or owed to the customer is determined using the FCC11 Concurring Carrier Percentages calculated as follows:

(1) FCC11 Concurring Carrier Percentage for the CT Commitment Level

The Issuing Carriers will develop a percentage for the Average Monthly Count of Equivalent DS1 CTs that are associated with the services provided by the FCC11 Concurring Carrier by dividing (i) the number of Equivalent DS1 CTs that are associated with the Qualifying Services that were sold (as counted on the last day of the month in which the sale occurred); by (ii) the Average Monthly Count of Equivalent DS1 CTs used to conduct the last Annual True-Up under Section 22.1.7(B) preceding (**FCC11 Concurring Carrier Percentage of Equivalent DS1 CTs**). (N)

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