

**CHECK SHEET**

Title Page and Original Pages 0-1 to 0-53; 1-1; 2-0 to 2-140; 3-0 to 3-24; 4-0 to 4-14; 5-0 to 5-40; 6-0 to 6-455; 7-0 to 7-867; 8-1 to 8-513; 9-0 to 9-26; 10-0 to 10-71; 11-0 to 11-14; 12-0 to 12-46; 13-0 to 13-94; 14-0 to 14-25; 15-0 to 15-157; 16-0 to 16-185; 17-0 to 17-569; 18-0 to 18-3; 19-0 to 19-7, 20-0 to 20-28; 21-1 to 21-52; 22-0 to 22-4; 23-0 to 23-28; 24-0 to 24-426 inclusive of this Tariff are effective as of November 11, 2003. Original and revised pages as named below and Supplement Nos. 1, 2, 3, and 4 contain all changes from the original Tariff that are in effect on the date hereof.

(T)

<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>	<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>	<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>
Title	Original	0-1.25	27th	0-7	Original
0-1	406th *	0-1.26	37th	0-8	Original
0-1.1	64th	0-1.27	33rd	0-9	Original
0-1.2	37th	0-1.28	19th	0-10	Original
0-1.3	49th	0-1.29	40th	0-11	1st
0-1.4	21st	0-1.30	10th	0-12	Original
0-1.5	6th	0-1.31	5th	0-13	4th
0-1.6	8th	0-1.32	9th	0-14	6th
0-1.7	9th	0-1.33	12th	0-15	7th
0-1.8	9th	0-1.34	15th	0-15.1	4th
0-1.9	29th	0-1.35	12th	0-16	3rd
0-1.10	24th	0-1.36	14th	0-16.1	6th
0-1.11	16th	0-1.37	9th	0-17	6th
0-1.12	27th	0-1.38	16th	0-18	Original
0-1.13	17th	0-1.39	37th	0-19	Original
0-1.14	22nd	0-1.40	26th	0-20	1st
0-1.15	11th	0-1.41	9th	0-21	1st
0-1.16	21st	0-1.42	24th	0-22	Original
0-1.17	21st	0-1.43	36th	0-23	Original
0-1.18	25th	0-1.44	31st	0-24	2nd
0-1.19	64th	0-1.45	22nd *	0-25	1st
0-1.20	37th	0-2	1st	0-26	7th
0-1.21	11th	0-3	3rd	0-27	1st
0-1.22	11th	0-4	Original	0-28	1st
0-1.23	42nd	0-5	5th	0-29	2nd
0-1.24	14th	0-6	Original		

\* New or Revised Page.

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**CHECK SHEET (Cont'd)**

<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>	<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>	<b>PAGE</b>	<b>NUMBER OF REVISION EXCEPT AS INDICATED</b>
24-365	Original	24-388	Original	24-405.3	Original
24-366	Original	24-389	Original	24-405.4	Original
24-367	Original	24-390	Original	24-406	Original
24-368	Original	24-391	Original	24-407	Original
24-369	Original	24-392	4th *	24-408	Original
24-370	Original	24-392.1	Original	24-409	Original
24-371	Original	24-392.2	1st	24-410	Original
24-372	Original	24-392.3	Original *	24-411	Original
24-373	Original	24-393	Original	24-412	Original
24-374	Original	24-394	Original	24-413	Original
24-375	Original	24-395	Original	24-414	Original
24-376	Original	24-396	Original	24-415	Original
24-377	Original	24-397	Original	24-416	Original
24-378	Original	24-398	Original	24-417	Original
24-379	Original	24-399	Original	24-418	Original
24-380	Original	24-400	Original	24-419	Original
24-381	Original	24-401	Original	24-420	Original
24-382	Original	24-402	Original	24-421	Original
24-383	Original	24-403	Original	24-422	Original
24-384	1st	24-404	Original	24-423	Original
24-385	2nd	24-405	Original	24-424	Original *
24-386	Original	24-405.1	Original	24-425	Original *
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\* New or Revised Page.

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## 24. CONTRACT TARIFFS

### 24.2 CONTRACT NO. 09-026

DESCRIPTION: Contract for DS1 and DS3 Circuits

CONTRACT AVAILABILITY: Effective from July 31, 2009, through August 30, 2009.

CONTRACT  
EXPIRATION DATE: April 16, 2013

AVAILABLE MSAS: MSAs identified in Section 23

This contract is for 116 DS1 circuits and 8 DS3 circuits purchased on a 60-month Pricing Plan. The monthly rates for the DS1 and DS3 will be billed at the discounted rates below. The discounted monthly rates will be frozen from Company-initiated rate changes for the entire 60-months. The nonrecurring charges will be billed at the Pricing Flexibility rates set forth in Sections 7 and 17, preceding.

Discounted rates for DS1 and DS3:

- Monthly Recurring Rates \$75,763.00[1] (C)

The following eligibility criterion must be met in order to receive this contract offer.

- The customer must purchase an OC48 SHNS ring in combination with at least 8 DS3 circuits and 116 DS1 circuits.
- The SHNS ring must have a configuration of five nodes consisting of two hub nodes and three access nodes.
- The DS3 service configuration must consist of channel terminations and mileage of not less than 5 miles per circuit while the DS1 configuration must consist of channel terminations and mileage of not less than one mile per circuit.
- The service must be in the Phoenix - Mesa, Arizona, MSA wirecenters of Sunnyslope (PHNXAZSY) and Thunderbird (SCDLAZTH).

When the entire service or a portion of the service is disconnected prior to the expiration of the fixed period service rate plan then Termination Liability and Waiver Charges (TLA) as set forth in Sections 7, preceding, will apply.

[1] Total reflects the increase of the discounted rates from the 1st, 2nd, 3rd and 4th amendments following. (C)

**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 09-026 (Cont'd)**

**4TH AMENDMENT TO THIS CONTRACT TARIFF**

AMENDMENT  
EFFECTIVE DATE: February 12, 2011

AMENDMENT  
AVAILABILITY: Effective from February 12, 2011, through  
March 14, 2011

This contract amendment is for additional DS3 Channel Terminations and Mileage which result in an increase in the discounted monthly rates. The new service is coterminous with the existing service and will terminate at the same time as the existing service.

The customer is subject to the terms and condition of the aforementioned contract unless specifically addressed in this amendment.

(N)

(N)

**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 11-002**

(N)

DESCRIPTION: Contract for DS1 and DS3 Services

CONTRACT AVAILABILITY: Effective from February 12, 2011, through March 14, 2011.

CONTRACT EXPIRATION DATE: December 31, 2011

AVAILABLE MSAs: MSAs identified in Section 23

This contract provides for an Annual Incentive under this contract for DS1 and DS3 Services. The price reductions are taken from the month-to-month rates provided under Sections 7 and 17, preceding.

**TERMS AND CONDITIONS REQUIRED TO RECEIVE THE ANNUAL INCENTIVE:**

- As of the effective date of this contract tariff, the customer must have at least the minimum circuit counts for both DS1 and DS3 Services and cannot exceed the maximum circuit levels for either the DS1 or the DS3 Service as set forth in the table below:

<u>TYPE OF SERVICE</u>	<u>MINIMUM CIRCUITS</u>	<u>MAXIMUM CIRCUITS</u>
DS1	6,961	10,549
DS3	168	209

- If the customer fails to meet the circuit counts specified above, the Company will not provide an Annual Incentive for the Term.
- The customer's DS1 and DS3 services must be under the Company's Regional Commitment Program (RCP).
- The customer must have a minimum spend for monthly recurring charges (MRC) of \$15,803,123.00 in aggregate for the Contributory Services: analog private line, DS0, DS1, DS3, Digital Data Service (DDS), Synchronous Service Transport (SST), Self Healing Network Services (SHNS), GeoMax, Metro Optical Ethernet and QWave Service to be eligible for the Annual Incentive.
- Charges for Contributory Services MRCs exceeding \$18,294,092.00 are not eligible for the Annual Incentive.

(N)

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**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 11-002 (Cont'd)**

(N)

**ANNUAL INCENTIVE:**

The customer is eligible for the Annual Incentive only if the customer exceeds the \$15,803,123.00 minimum spend and does not exceed \$18,294,092.00 maximum spend for the term as set forth in the table below.

The formula for the dollar discount available under this contract is: Annual Incentive = (either the actual Contributory Charge achieved or Maximum Contribution, whichever is less, minus the Minimum Spend) x the applicable Annual Incentive percentage.

The table below will be used to calculate the Annual Incentive:

ACTUAL CONTRIBUTORY CHARGES ACHIEVED AT END OF TERM		ANNUAL INCENTIVE PERCENTAGE
From: \$15,803,123.00	to \$16,593,279.00	18%
From: \$16,593,280.00	to \$17,422,944.00	20%
From: \$17,422,945.00	to \$18,294,092.00	25%

The Annual Incentive is applied against Recipient Services which are those Contributory Charges generated during the term that are eligible for pricing flexibility in Phase I and II MSAs wire centers . The credits are applied only if the customer has no Contributory Charges, shortfall charges and/or termination charges in arrears.

The Company will calculate the customer's actual Contributory Charges at the end of the term and create a report totaling all of the Contributory Charges included in bills generated in the term. When the criteria needed to receive the Annual Incentive is met, the Company will apply the discount to the customer's account within 90 days after the expiration of this term.

**ONE TIME CREDIT:**

The Company will provide the customer with a one-time credit in the amount of \$366,854.28. The Company will apply the credit to the first bill that renders once the new contract has been established for a month.

(N)

## **24. CONTRACT TARIFFS**

### **24.2 CONTRACT NO. 11-002 (Cont'd)**

#### ELIGIBILITY:

- The Contributory Services in this Contract Tariff must have been provided to the customer by the Company for no less than 3 years.
- No new construction or facilities are be required to continue providing the Contributory Services.
- The customer must have purchased an average of \$1,200,000.00 per month in Company services over the past 3 years.
- The customer must have purchased a minimum of 7,000 circuits.
- The customer must have a minimum annual spend of at least \$15,000,000.

#### NO OTHER DISCOUNTS

The discounts provided with this Contract Tariff may not be combined with any other promotion, discount, revenue commitment plan, Contract Tariff or any discounts applied to QMOE Service under another agreement. However, notwithstanding the foregoing sentence, if the customer has enrolled in the Company provided Regional Commitment Program (RCP), prior to February 12, 2011, then the customer may continue to receive price reductions under the RCP in addition to the Annual Incentive discount for Contributory Charges under this Contract Tariff.

(N)

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