

ACCESS SERVICE
CHECK SHEET

The Title Page and Pages 1 through 35-6 inclusive of this tariff are effective as of the date shown. The Original and revised pages named below and on Supplement No. 1 contain all changes from the original tariff that are in effect on the date shown.

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32. Contract Tariffs (Cont'd)

32.30 Contract Tariff Option 53

A. Scope

Subject to the terms and conditions set forth herein, Contract Tariff Option 53 allows a Customer who currently subscribes to a Commitment Discount Plan ("CDP") under Section 25.1 of this tariff to meet the CDP minimum commitment level and avoid termination liability or shortfall adjustment when the Customer terminates its DS1 and DS3 services under its CDP and converts them to Carrier Ethernet Services ("CES").

B. Eligibility

The Customer must meet all of the following criteria in order to be eligible for this Contract Tariff Option.

1. The Customer must maintain its subscription to the CDP as described in (A) above.
2. The Customer must have at least five hundred thousand (500,000) DS0 equivalents, as defined in Section 25.1 of this tariff as of the effective date of this Contract Tariff Option.
3. The Customer must submit a subscription to this plan by June 23, 2013.

C. Commitment Period

The "Commitment Period" shall commence on the Effective Date the customer subscribes to this Contract Tariff Option and runs for the duration of the CDP (the "Initial Commitment Period").

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D. Modification to Customer's Commitment Discount Plan

Under this Contract Tariff Option, if the Customer terminates services subject to the Customer's CDP and replaces those services with Carrier Ethernet Services ("CES") purchased from the Telephone Company or its affiliates outside the tariff, the CES services will be counted toward the Customer's Minimum Commitment under the Customer's CDP.

Such CES services will be converted to DS_n equivalents for purposes of determining whether the Customer has met its Minimum Commitment under the CDP based on the table set forth below. If the DS_n equivalent for the new CES allows the Customer to maintain its Minimum Commitment, it will not be subject to termination liability under Section 25.1.11 or a Shortfall Adjustment under 25.1.7 of this tariff due to the termination of services subject to the CDP.

There are no changes to the terms or conditions of the CDP discount specified in Section 25.1.4. The CDP discount only applies to services described in Section 7 of the tariff.

CES DS_n Equivalents

<u>Per Ethernet EVC</u>	<u>DS_n to E-Line Equivalency</u>
5M	67
10M	134
20M	269
50M	672
100M	1344
150M	2016
200M	2688
300M	4032
400M	5376
500M	6720
1,000M 1 GE	13440
5,000M 5 GE	67200
10,000M 10 GE	134400

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E. Shortfall and Termination Liability

Other than the terms set forth herein, nothing in this Contract Tariff Option shall modify the terms and conditions of any shortfall liability, as set forth in Section 25.1.7, or termination liability, as set forth in Section 25.1.11, that applies to the Customer's CDP.

F. Mergers, Acquisitions, Divestitures, and Other Changes in Control of Customer

Only the Customer ACNAs listed in the Customer's CDP are included in calculation of the Customer's Minimum Commitment under this Contract Tariff Option. If the Customer experiences either of the following changes in control, the ACNAs associated with such change in control will not be added or removed from the calculation of the Customer's Minimum Commitment unless the Telephone Company and the Customer agree in writing to such addition or removal:

1. The Customer merges with, acquires, or otherwise gains an interest (whether through stock, assets, or otherwise) in one or more ACNA(s), entities, or unaffiliated third parties; or
2. The Customer sells or otherwise divests one or more ACNA(s), or a line of business, division, affiliate or other interest.

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32. Contract Tariffs (Cont'd)

32.29 [Reserved for Future Use]

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