

ACCESS SERVICE

23. Pricing Flexibility Contract Offerings

(N)

23.YY Contract Offer No YY - Access Service Offer23.YY.1 General Description

(N)

The Special Access Service Offer (Contract Offer No YY) is a Minimum Annual Spend attainment plan for which concurrent subscription is required to this Contract Offer and the following Access Tariffs: Pacific Bell Telephone Company (PBTC) Tariff F.C.C. No. 1, Contract Offer No. XXX, and Southwestern Bell Telephone Company (SWBT) Tariff F.C.C. No. 73, Contract Offer No. ZZZ (collectively, with this Contract Offer No YY, referred to as the "Concurrently Subscribed Contract Offers"). PBTC and SWBT, together with the Telephone Company, shall be identified herein as the "Qualified Companies."

(Nx)

(Nx)

The Concurrently Subscribed Contract Offers allow the Customer to qualify for certain credits based on its attainment of a "Minimum Annual Spend" or "MAS," as described in Section 23.YY.5, below. The MAS consists of certain recurring revenue from "Contributory Services," as defined in Section 23.YY.2, below, that the Customer purchases from the Qualified Companies. Contract Offer No YY will be available for subscription only from May XX, 2014 through June XX, 2014. This Contract Offer is not renewable.

(N)

23.YY.2 Subject and Non-Subject Services

Subject Services and Non-Subject Services will together be referred to in this Contract Offer as "Contributory Services." "Contributory Revenue" (as defined in Section 23.YY.5, below) for all Contributory Services will be included for the purposes of determining the amount of the MAS and the Customer's attainment of the MAS.

(N)

(x) Issued under Authority of Special Permission No. 14-XXX of F.C.C.

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23. Pricing Flexibility Contract Offerings (Cont'd) (N)
- 23.YY Contract Offer No YY - Access Service Offer (Cont'd) (N)
- 23.YY.3 Eligibility Criteria (Cont'd) (N)
- (E) The Customer must concurrently subscribe to the following Contract Offers: (Nx)
- (1) PBTC Tariff F.C.C. No. 1, Contract Offer No. XXX;
(2) NBTC Tariff F.C.C. No. 1, Contract Offer No YY; and
(3) SWBT Tariff F.C.C. No. 73, Contract Offer No. ZZZ. (Nx)
- 23.YY.4 General Terms and Conditions (N)
- The following General Terms and Conditions apply to this Contract Offer No YY:
- (A) Subscription To subscribe to Contract Offer, the Customer must submit Letters of Subscription (LOS) to the Qualified Companies. The Customer must provide, at the time of subscription, all Access Customer Name Abbreviations (ACNAs) that the Customer designates for inclusion in the Concurrently Subscribed Contract Offers for itself and any of its "Affiliates" that may purchase service pursuant to the Concurrently Subscribed Contract Offers (hereafter referred to as "Eligible ACNAs"). Services ordered or purchased under other ACNAs may not be transferred to, or converted for inclusion under, the Concurrently Subscribed Contract Offers, unless otherwise agreed in writing by the parties.
- (B) Term Period The term of this Contract Offer (Term Period) will begin on the first day of the first calendar month following the date the Qualified Companies receive signed Letters of Subscription (LOS) from the Customer (that date to be referred to as the "Subscription Date"), and will continue for thirty-six (36) months, subject to two (2) one (1) year extensions, which may be initiated at the Customer's option. If the Customer wishes to initiate an extension, the Customer must inform the Qualified Companies to that effect, in writing, no later than ninety (90) days prior to the expiration of the then-effective Term Period. Each twelve (12) month period of the Term Period, beginning from the Subscription Date, shall be referred to as a Term Year. Upon expiration of the Term Period or any extensions, Subject Services will be provided at the prevailing month-to-month rates as provided in Nevada Bell Tariff F.C.C. No. 1, Section 7 or 22, or if there are no month-to-month rates, then at the rates applicable to the shortest available term, unless the Customer disconnects the services or chooses another applicable rate. Notwithstanding anything to the contrary in this Section 23.YY.4(B), all Service Terms are subject to termination pursuant to Section 23.YY.4(E), below.
- (x) Issued under Authority of Special Permission No. 14-XXX of the F.C.C. (N)