

ACCESS SERVICE

23. Pricing Flexibility Contract Offerings (N)

23.CCC Contract Offer No. CCC - Access Service Offer (N)

23.CCC.1 General Description (N)

The Special Access Service Offer (Contract Offer No. CCC) is a Minimum Annual Revenue Commitment 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. DDD, Southwestern Bell Telephone Company (SWBT) Tariff F.C.C. No. 73, Contract Offer No. EEE; BellSouth Telecommunications LLC (BellSouth) Tariff F.C.C. No. 1, Contract Offer No. BBB; and Ameritech Operating Companies (Ameritech) Tariff F.C.C. No. 2, Contract Offer No. AAA (collectively, with this Contract Offer No. CCC, referred to as the "Concurrently Subscribed Contract Offers". Ameritech, BellSouth, PBTC, and SWBT, together with the Telephone Company, shall be identified herein as the "Qualified Companies." (Nx)

The Concurrently Subscribed Contract Offers allow the Customer to qualify for certain credits based on its attainment of a "Minimum Annual Revenue Commitment" or "MARC," as described in Section 23.CCC.5, below. The MARC consists of certain recurring revenue from "Contributory Services," as defined in Section 23.CCC.2, below, that the Customer purchases from the Qualified Companies. (N)

Contract Offer No. CCC will be available for subscription only from October xx, 2014 through November xx, 2014. This Contract Offer is not renewable.

23.CCC.2 Subject and Non-Subject Services

"MARC-Eligible Services" under the Concurrently Subscribed Contract Offers are Subject Services, listed in Table A, below, and Non-Subject Services, listed in Table B, below, provided by the Telephone Company and located within the operating territories of the Qualified Companies, as well as "Subject Services" and "Non-Subject Services" as defined in the other Concurrently Subscribed Contract Offers.

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

ACCESS SERVICE

23. Pricing Flexibility Contract Offerings (Cont'd) (N)

23.CCC Contract Offer No. CCC - Access Service Offer (Cont'd) (N)

23.CCC.3 Eligibility Criteria (Cont'd) (N)

(D) The Customer must concurrently subscribe to the following Contract Offers: (Nx)

- (1) Ameritech Tariff F.C.C No. 2, Contract Offer No. AAA;
- (2) BellSouth Tariff F.C.C. No. 1, Contract Offer No. BBB;
- (3) NBTC Tariff F.C.C. No. 1, Contract Offer No. CCC;
- (4) PBTC Tariff F.C.C. No. 1, Contract Offer No. DDD; and
- (5) SWBT Tariff F.C.C. No. 73, Contract Offer No. EEE;

23.CCC.4 General Terms and Conditions (N)

The following General Terms and Conditions apply to this Contract Offer No. CCC:

(A) Subscription

To subscribe to this 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.

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