

ACCESS SERVICE

23. Pricing Flexibility Contract Offerings

(N)

23.X Contract Offering No. X - 2005 Access Extension Offer23.X.1 General Description

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(Nx)

Contract Offer No. X - 2005 Access Extension Offer is an access discount plan for which subscription is required to the following access tariffs: Ameritech Operating Companies (Ameritech) Tariff F.C.C. No. 2, Southwestern Bell Telephone Company Tariff F.C.C. No. 73, Nevada Bell Telephone Company Tariff F.C.C. No. 1, The Southern New England Telephone Company Tariff F.C.C. No. 39, and Pacific Bell Telephone Company Tariff F.C.C. No. 1. (Ameritech, Southwestern Bell Telephone Company, Nevada Bell Telephone Company and Southern New England Telephone Company shall be identified herein as the Qualified Companies) To be eligible for discounts under this Contract Offer, the Customer must meet the Eligibility Criteria set forth in Section 23.x.2 and also must comply with all terms and conditions of this Contract Offer.

Contract Offer No. X requires eligible customers to establish and maintain a Total Revenue Commitment (TRC), as described in Section 23.X.6 following. The TRC shall include all Contributory Services purchased from the Qualified Companies eligible under this Contract Offer. Contributory Services include Contributory Subject Services, as listed in Section 23.X.5, Table 1, herein, in addition to Contributory Non-Subject Services (that are not Contributory Subject Services), as described in Section 23.xx.5, Table 2, herein. Contributory Non-Subject Services shall not be eligible for discounts or other incentives provided under this Contract Offer. All Contributory Services described in Section 23.xx.5 must be purchased through the SBC wholesale sales channel (SBC Industry Markets).

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Issued:

Effective:

One SBC Plaza, Dallas, Texas 75202

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23. Pricing Flexibility Contract Offerings23.X Contract Offering No. X - 2005 Access Extension Offer23.X.2 Eligibility Criteria

The following eligibility criteria must be met to subscribe to Contract Offer No. X:

(A) Managed Value Plan (MVP) Subscription

(1) At the time of subscription to this Contract Offer, the Customer must have MVP agreements pursuant to

- (a) SWBT Tariff F.C.C No. 73, Section 38 and;
- (b) Ameritech Tariff F.C.C. No. 2, Section 19 and;
- (c) Pacific Bell Tariff FCC No. 1, Section 22.

(2) The Customer must maintain eligibility under all MVP agreements until they expire.

(3) Such MVP agreements must all be expiring in 2005.

(B) Customer must have billed revenue from Contributory Services, as listed in Section 23.xx.5, net of all discounts, credits, and adjustments equal to or greater than 86% of 2004 gross spend rounded to the nearest million times 7/12's as of August 1, 2005 or must buy-up to that amount no later than 60 days after August 1, 2005 in order to qualify and remain qualified for Contract Offer No. X.

(C) Concurrent Subscription

The Customer must concurrently subscribe to the identical Contract Offer of Contract Offer No. X pursuant to the following tariffs:

- (1) SWBT Tariff F.C.C No. 73, Section 41, Contract Offer No. X;
- (2) Ameritech Tariff F.C.C. No. 2, Section 22, Contract Offer No. X;
- (3) Pacific Bell Tariff FCC No. 1, Section 23, Contract Offer No. X;
- (4) The Southern New England Telephone Company Tariff F.C.C. No. 39, Section 25, Contract Offer No.X.

(D) Discounts applied under Contract Offer No. X are applicable for services located in MSA's as listed in Tariff F.C.C. No. 1, Section 22.

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