

**CHECK SHEET**

Title Page and Original Pages 0-1 to 0-53; 1-1; 2-0 to 2-138; 3-0 to 3-24; 4-0 to 4-14; 5-0 to 5-40; 6-0 to 6-455; 7-0 to 7-798; 8-1 to 8-457; 9-0 to 9-26; 10-0 to 10-71; 11-0 to 11-14; 12-0 to 12-42; 13-0 to 13-94; 14-0 to 14-25; 15-0 to 15-104; 16-0 to 16-185; 17-0 to 17-472; 18-0 to 18-3; 19-0 to 19-5, 20-0 to 20-28; 21-1 to 21-48; 22-0 to 22-4; 23-0 to 23-28; 24-0 to 24-18 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.

<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	0-1.24	13th	0-7	Original
0-1	312th *	0-1.25	23rd	0-8	Original
0-1.1	47th	0-1.26	34th	0-9	Original
0-1.2	36th	0-1.27	29th	0-10	Original
0-1.3	38th	0-1.28	12th	0-11	1st
0-1.4	20th	0-1.29	22nd	0-12	Original
0-1.5	5th	0-1.30	9th	0-13	3rd
0-1.6	5th	0-1.31	4th	0-14	2nd
0-1.7	8th	0-1.32	8th	0-15	6th
0-1.8	9th	0-1.33	10th	0-15.1	2nd
0-1.9	19th	0-1.34	12th	0-16	3rd
0-1.10	18th	0-1.35	9th	0-16.1	5th
0-1.11	13th	0-1.36	13th	0-17	6th
0-1.12	23rd	0-1.37	8th	0-18	Original
0-1.13	12th	0-1.38	9th	0-19	Original
0-1.14	20th	0-1.39	34th	0-20	Original
0-1.15	10th	0-1.40	23rd	0-21	Original
0-1.16	20th	0-1.41	7th	0-22	Original
0-1.17	19th	0-1.42	19th *	0-23	Original
0-1.18	23rd	0-1.43	27th *	0-24	2nd
0-1.19	59th	0-2	1st	0-25	1st
0-1.20	32nd	0-3	2nd	0-26	5th
0-1.21	10th	0-4	Original	0-27	1st
0-1.22	10th	0-5	5th	0-28	Original
0-1.23	41st	0-6	Original	0-29	1st

\* 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>
24-74	2nd	24-104	Original	24-133	1st
24-75	1st	24-105	Original	24-134	1st
24-76	1st	24-106	Original	24-135	1st
24-77	2nd	24-107	Original	24-136	1st
24-78	1st	24-108	Original	24-137	1st
24-79	1st	24-109	Original	24-138	1st
24-80	1st	24-110	Original	24-139	1st
24-81	Original	24-111	Original	24-140	1st
24-82	1st	24-112	Original	24-141	1st
24-83	1st	24-113	Original	24-142	1st
24-84	1st	24-113.1	Original	24-143	1st
24-85	Original	24-114	Original	24-144	1st
24-86	Original	24-115	Original	24-145	1st
24-87	Original	24-116	Original	24-146	Original
24-88	Original	24-117	Original	24-147	Original
24-89	Original	24-118	Original	24-148	Original
24-90	Original	24-119	Original	24-149	1st
24-91	Original	24-120	Original	24-150	Original
24-92	Original	24-121	Original	24-151	Original
24-93	1st	24-123	2nd	24-152	Original
24-94	Original	24-124	2nd	24-153	Original
24-95	Original	24-125	1st	24-154	Original
24-96	Original	24-126	1st *	24-155	1st
24-97	Original	24-126.1	Original *	24-155.1	Original
24-122	1st	24-127	2nd	24-156	Original
24-98	Original	24-128	Original	24-157	1st
24-99	Original	24-129	Original	24-157.1	Original
24-100	Original	24-130	Original	24-158	Original
24-101	2nd	24-131	Original	24-159	Original
24-102	3rd	24-132	Original	24-160	Original
24-103	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>
24-161	Original	24-193	Original	24-227	Original
24-162	Original	24-194	Original	24-228	Original
24-163	Original	24-195	Original	24-229	Original
24-164	Original	24-196	Original	24-230	Original
24-165	Original	24-197	Original	24-231	Original
24-166	1st	24-198	Original	24-232	Original
24-166.1	Original	24-199	Original	24-233	Original
24-167	Original	24-200	Original	24-234	Original
24-168	Original	24-201	Original	24-235	Original
24-169	Original	24-202	Original	24-236	Original
24-170	Original	24-203	Original	24-237	Original
24-171	Original	24-204	Original	24-238	Original
24-172	Original	24-205	Original	24-239	Original
24-173	Original	24-206	Original	24-240	Original
24-174	Original	24-207	Original	24-241	Original
24-175	Original	24-208	1st	24-242	1st
24-176	Original	24-209	Original	24-243	Original
24-177	Original	24-210	1st	24-244	Original
24-178	Original	24-211	1st	24-245	1st
24-179	Original	24-212	Original	24-246	Original
24-180	Original	24-213	Original	24-247	Original
24-181	1st	24-214	Original	24-248	Original
24-182	1st	24-215	Original	24-249	Original
24-183	Original	24-216	Original	24-250	Original
24-184	1st	24-217	Original	24-251	Original
24-184.1	Original	24-218	Original	24-252	Original
24-185	Original	24-219	Original	24-253	Original
24-186	Original	24-220	1st	24-254	Original
24-187	Original	24-221	Original	24-255	Original
24-188	Original	24-222	Original	24-256	Original *
24-189	Original	24-223	Original	24-257	Original *
24-190	Original	24-224	Original	24-258	Original *
24-191	1st	24-225	Original	24-259	Original *
24-192	Original	24-226	Original		

\* New or Revised Page.

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1801 California Street, Denver, Colorado 80202

**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 06-005(Cont'd)**

The following eligibility criterion must be met in order to receive this Contract Offer:

- Customer must have an existing Company SHNS OC192 Ring with 8 Nodes and that has been in service for a minimum of 60 months.
- Customer must purchase a new SST OC192 over a GeoMax System composed of 2 Rings. One Ring must have 8 Nodes and the other Ring must have 2 Nodes.
- Neither of the two GeoMax Rings may exceed 80 miles.
- The Nodes must be located in the following wire centers located in the Minneapolis-St. Paul, Minnesota MSA and the St Cloud, Minnesota MSA: Crystal – CRYSMNCR, Market – STPLMNMK, 7th Avenue – MPLSMN07, Minneapolis – MPLSMNDT and Elk River - EKRVNMER.

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 Section 7, preceding, will apply, unless specified differently above.

**1ST AMENDMENT TO THIS CONTRACT TARIFF**

AMENDMENT

AVAILABILITY: Effective from September 11, 2007 through October 11, 2007.

AMENDMENT

EFFECTIVE DATE: September 11, 2007

This Contract Tariff Amendment is adding the following rate elements to existing Ring A: 6 GeoMax Protected Gigabit Ethernet Ports, a GeoMax Amplifier Node, a GeoMax Premise Node, a GeoMax Shelf, 2 GeoMax Unprotected OC192 Ports, an SST OC192 Remote Node and the following GeoMax rate elements to existing Ring B: 4-10G Fibre Channels, 4 LAN PHY Ports, an Amplifier Node, 2 additional Shelves and Interoffice Mileage. The new rate elements will be coterminous with the existing GeoMax Rings. The discounts, terms and conditions set forth, above, in the original contract tariff will be apply.

(N)

(N)

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**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 06-005**  
**1ST AMENDMENT TO THIS CONTRACT TARIFF(Cont'd)**

The Monthly discounted rate for the rate elements this Amendment adds to the existing service is as follows:

- Monthly Recurring Rates \$47,050.00

The following eligibility criteria must be met to receive this Contract Offer:

- The customer is subject to all terms and conditions of the aforementioned contract unless specifically addressed in this Amendment
- New rate elements cannot be added during the last 12 months of this contract.

(N)

(N)

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**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 07-038**

(N)

DESCRIPTION: Broadband Discount on New Synchronous Service Transport (SST) Service, Self-Healing Network Service (SHNS) and GeoMax

CONTRACT AVAILABILITY: Effective from September 11, 2007 through March 11, 2008

CONTRACT EXPIRATION DATE: 36-Months or 60-Months

AVAILABLE MSAS: MSAs identified in Section 23

This contract tariff offers a promotional Broadband Discount on new Synchronous Service Transport (SST) Service, Self-Healing Network Service (SHNS) and GeoMax purchased on a 36-month or 60-month Pricing Plan. Monthly rates for the entire 36-months or 60-months will be frozen from Company-initiated rate changes. This promotion may not be combined with any other discount offerings.

Exception: SST and SHNS Ports are billed on a monthly basis and not available under fixed period pricing plan rates (i.e. these rates are not frozen). These rate elements will be billed the current month-to-month port rates, as set forth in Sections 7, 15 and 17, preceding.

The following eligibility criteria must be met in order to receive this Contract Offer:

- Must be a new SST, SHNS or GeoMax circuit(s) ordered under either a 36 month or 60 month fixed period price plan.
- The new SST, SHNS or GeoMax circuit(s) must be located in one of the following MSAs: Phoenix-Mesa, Arizona; Denver-Boulder, Colorado; Minneapolis-St. Paul, Minnesota or Seattle-Bellevue-Everett, Washington.
- Customer must submit a signed Contract on or before March 11, 2008 and have service installed within 120 days of the order application date or by July 11th, 2008, whichever is sooner, in order to qualify for this promotion. When order completion is delayed due to Qwest reasons, the order completion date will be extended.

(N)

**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 07-038 (Cont'd)**

Discounts will be applied as follows:

SERVICE/ELIGIBLE RATE ELEMENTS	TERM/DISCOUNT/PHASE I OR II ELIGIBILITY	
	36-MONTH	60-MONTH
<b>GeoMax:</b> Nodes, OC12, OC48 & OC192 Ports, Gigabit Ethernet Ports, 10G LAN PHY Ports 10G WAN PHY Ports	35% Phase I & II	45% Phase I & II
<b>GeoMax:</b> Mileage Only	35% Phase II Only	45% Phase II Only
<b>OC192:</b> SST Nodes, SHNS Nodes	35% Phase I & II	45% Phase I & II
<b>OC192:</b> SST & SHNS Mileage,	35% Phase II Only	45% Phase II Only
<b>OC48:</b> SST Nodes, SHNS Nodes	30% Phase I & II	40% Phase I & II
<b>OC48:</b> SST & SHNS Mileage,	30% Phase II Only	40% Phase II Only
<b>OC12:</b> SST Nodes, SHNS Nodes	20% Phase I & II	30% Phase I & II
<b>OC12:</b> SST & SHNS Mileage,	20% Phase II Only	30% Phase II Only

When the entire service or a portion of the service is disconnected prior to the expiration of the term plan, then Termination Liability and Waiver Charges (TLA) as set forth in Sections 7 and 15, preceding, will apply.

(N)

(N)

**24. CONTRACT TARIFFS**

**24.2 CONTRACT NO. 07-039**

(N)

DESCRIPTION: Contract for a New Self-Healing Network Service (SHNS) OC192 Rings

CONTRACT AVAILABILITY: Effective from September 11, 2007, through October 11, 2007.

CONTRACT EXPIRATION DATE: 60-Months

AVAILABLE MSAS: MSAs identified in Section 23

This contract is for two Self-Healing Network Service (SHNS) OC192 Rings purchased on a 60-month Pricing Plan. A 50% discount will be applied to the monthly rate for the SHNS OC192 Nodes. All other rate elements will be billed at the 60-month rates set forth in Sections 15 or 17, preceding. The monthly rates will be frozen from Company-initiated rate changes for the entire 60-months. The nonrecurring charges for any additions or changes will be billed at the 60-month rates set forth in Sections 15 or 17, preceding.

Exception: SHNS Ports are billed on a monthly basis and not available under fixed period pricing plan rates (i.e. these rates are not frozen). Those rate elements will be billed at the current month-to-month port rates, as set forth in Sections 15 and 17, preceding.

The following eligibility criteria must be met in order to receive this Contract Offer:

- The customer must have an annual spend of \$20,000,000.00 or more with the Company.
- One SHNS OC192 Ring must be located in a Denver, Colorado MSA wire center eligible for pricing flexibility.
- One SHNS OC192 Ring must be located in a Phoenix, Arizona MSA wire center eligible for pricing flexibility.
- Each SHNS Ring must be an upgrade from two existing Company provided OC-48 SHNS Rings.

(N)

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## **24. CONTRACT TARIFFS**

### **24.2 CONTRACT NO. 07-039**

The following eligibility criteria must be met in order to receive this Contract Offer: (Cont'd)

- Each SHNS OC192 Ring must be ordered under new 60-month fixed price plan.
- The order for the SHNS OC192 Ring located in the Phoenix, Arizona MSA wirecenter must be submitted before the expiration of the existing terms of the two SHNS OC48 Rings being replaced.
- The order for the SHNS Ring located in the Denver, Colorado MSA wirecenter must be submitted within six months after the effective date of this contract and as an order related to the SHNS OC192 located in the Phoenix, Arizona MSA wirecenter.

The above mentioned discount will only apply to the orders for the two SHNS OC192 Rings associated with this contract number and will not apply to additional orders for the same service in the same or other locations. Other promotions and discounts will not apply.

In connection with this contract, 50% of the Termination Liability and Waiver Charges (TLA) set forth in Sections 15, preceding, for the two SHNS OC48 Rings being replaced in the Denver, Colorado MSA wirecenter will not apply if the Denver SHNS OC192 Ring is installed before the completion of the minimum service period for those SHNS OC48 Rings. The customer must otherwise comply with the Termination Liability Waiver Policy terms in Section 15, preceding, for the SHNS OC48 Rings being replaced in the months after those Rings' minimum service periods.

(N)

(N)

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