

**AMENDMENT 1  
TO SERVICE ATTACHMENT 1  
TO THE MASTER SERVICE AGREEMENT  
MANAGED VOICE OVER IP (VoIP) SERVICE**

This is an Amendment ("Amendment") to the Service Attachment (SA) 1, effective June 22, 2012 between The Department of Administrative Services (DAS) on behalf of the State of Ohio (the "State") and Cincinnati Bell Technology Solutions, Inc. ("Service Provider" or "CB") (State and CB are, at times, referred to herein individually as a "Party" and together as the "Parties").

**Purpose:** The purpose of this Amendment is to make revisions to Service Attachment 1 that is dated June 22, 2012.

**WHEREAS**, the Service Provider desires to update the SA language to also include Affiliates of Cincinnati Bell Technology Solutions, inc.

Amend the opening paragraph to read as such:

**This Service Attachment** (the "Service Attachment"), is between Cincinnati Bell Technology Solutions Inc. and Affiliates ("Service Provider") having an office at 4600 Montgomery Rd. – Suite 400, Cincinnati, Ohio 45212-2600, and the State of Ohio, Department of Administrative Services, ("the State"), having its principal place of business at 40 E. Broad St., 40<sup>th</sup> Floor, Columbus, Ohio 43215 (jointly referred hereto as the "Parties"), and it is effective as of the date signed by the State. It amends that certain Master Services Agreement between the Parties dated January 18, 2012.

**WHEREAS**, the Service Provider desires to modify Section 5.1 'VoIP Monthly Telephony Service Profiles' of the SA to exclude specific holiday weeks in the countdown timer for 3 months from Service Acceptance for 12,500 subscriptions rate and 18 month from Service Acceptance for 50,000 subscribers for calendar year 2012 and 2013.

Amend Section 5.1 to include following language regarding profile subscription levels:

Cincinnati Bell, in partnership with State of Ohio, agree to not include the holiday weeks of Thanksgiving, Christmas and New Years for calendar years 2012 and 2013 for the achievement of the minimum profile subscription levels. Cincinnati Bell will add three (3) calendar weeks after the service acceptance to achieve targets for both the 12,500 and 50,000 profile subscription levels.

Profile subscription calculation exemption dates

<b>2012 Public Holidays</b>	<b>Monday</b>	<b>Sunday</b>
Thanksgiving	19-Nov-12	25-Nov-12
Christmas	24-Dec-12	30-Dec-12
New Years	31-Dec-12	6-Jan-13
<b>2013 Public Holidays</b>	<b>Monday</b>	<b>Sunday</b>
Thanksgiving	25-Nov-13	5-Dec-13
Christmas	23-Dec-13	29-Dec-13
New Years	30-Dec-13	5-Jan-14

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**WHEREAS**, the Service Provider desires to modify Section 5.3 'SIP Trunk Service' of the SA to add scaling discounts on SIP Trunk Service Pricing based on subscription levels similar to the overall VoIP utility cost.

Amend Section 5.3 to replace current table with one below:

SIP Trunk Service*	Monthly Service	One-Time Equip & Setup**
SIP T1 Port & Access	N/A	N/A
SIP T1 Call Path		
0-500	\$23.00	\$600.00
501-100	\$21.00	\$600.00
1,001-2,000	\$19.00	\$600.00
* Price is based on one (1) Concurrent Call Path with 6000 Minutes of Use Per Month, A \$.008 per min rate apply for minutes over 6000		
** One-Time Equip & Setup is a Per Agency fee 1 SIP Call Path = 1 Subscriber Profile		

**WHEREAS**, the Service Provider desires to modify Section 5.5 'Site / Location Survivability Options' of the SA and would like to add a column titled 'Monthly Management Fee/Device' to the current table and remove the '\*\*' and comment which designates a note connected to columns 'Site Size' and 'Monthly Lease to Own (LtO)' stating that 'CBTS will manage the purchased equipment for an additional \$90 per month per device.'

Amend Section 5.5 by updating current table as follows:

Site Size	Monthly Service	Monthly Lease to Own (LtO)	One Time config / Setup Service	LtO Period	Monthly Management Fee/Device
Small Survivable Site (1-50)	\$210.00	\$74.93	\$631	60 Months	\$90
Medium Survivable Site (51-250)	\$375.00	\$141.98	\$927	60 Months	\$90
Large Survivable Site (251-1350)	\$720.00	\$201.47	\$1,518	60 Months	\$90
Enterprise Survivable Site (1351+)	\$945.00	\$283.92	\$2,462	60 Months	\$90

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**WHEREAS**, the Service Provider desires to modify Section 5.6 'Phone Leasing Options' of the SA to add a web link for Hardware Catalog along with explanation. Service Provider would also like to remove one sentence from Section 5.6.

Amend Section 5.6 to include the Hardware Catalog:

<http://www.cbts.cinbell.com/docs/912/NGTS-IP-Phone-Matrix-v2>

\* Hardware Catalog will be available on line from afore identified URL. The Hardware elements and the purchase prices in the Hardware Catalog will be accurate and reflect exact cost to the purchaser at the time of TSR submission. Changes to the Hardware Catalog for both elements and price will be governed, monitored and approved by the State of Ohio DAS/OIT designee.

Amend Section 5.6 to remove language listed below:

iPurchase Price is valid for one (1) year and tied to the purchase of a Basic or Enhanced profile. However additional time periods maybe extended.

**WHEREAS**, the Service Provider desires to modify Section 5.7 'Session Border Controller' of the SA and replace current table.

Amend Section 5.7 to remove current table listed below:

Session Border Controller (SBC)*	Monthly Maint Fee**	Monthly Lease
Two (2) Session Border Controllers	\$15,050.00	N/A - State Provided
Two (2) Session Border Controllers	\$15,050.00	\$10,216.00

Amend Section 5.7 to replace current table with the following:

LIN E	QTY	PART NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
1	1	NNSD4500-4K-R-BUNDLE	Net-Net 4500 SD, up to 4000 sessions - base protocol (1 pair)	\$ 308,846.42	\$ 308,846.42
2			SIP base protocol	included	\$ 0.00
3			AC power option (300W)	included	\$ 0.00
4			Secure services module - high speed (one per system max.)	included	\$ 0.00
5			Routing license - 4000 session system	included	\$ 0.00
6			Load balancing license - 4000 session system	included	\$ 0.00
7			CPU2 option for NN4500 HA systems	included	\$ 0.00
8			Acme Packet Gold Warranty - 5 Years	included	\$ 0.00
				Sub Total	\$ 308,846.42
				Freight	TBD at Invoice
				Grand Total	\$ 308,846.42

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Amend Section 5.7 to remove following text from SA:

- \* ACME Packet 4500's 2 HA pairs with 4000 sessions
- \*\* Maintenance Fee is based on Hardware and Sessions  
Included in total system design and to be purchased by DAS. Based on 22,000 subscribers.

Amend Section 5.7 to add following text in area where above text was removed:

NOTE: ACME Packet 4500's 2 HA pairs with 4000 sessions

**WHEREAS**, the Service Provider desires to modify Section 11 'Transition Plan' of the SA to remove language regarding Access Method Development.

Amend Section 11 to remove the following language:

Access Method Development	Subscribing Entity shall work with CBTS to establish mutually agreeable access methods, including IP schema. Provide reasonable access for IN- BAND communications with managed device's IP address, including but not limited to connectivity to CBTS Managed Services network via dedicated circuit VPN or otherwise, AND REMOTE OUT OF BAND IP ADDRESS for operating system independent access.
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NOW, THEREFORE, be it resolved that the Parties accept the additions and deletions to the Service Attachment, effective on the date signed by the State.

All provisions of the Service Attachment 1 not addressed by this Amendment remain in full force and effect.

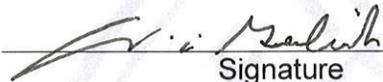
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IN WITNESS WHEREOF, the Parties have executed this Amendment which shall be effective on the date signed by the State.

**CINCINNATI BELL TECHNOLOGY  
SOLUTIONS, INC.**

**THE DEPARTMENT OF  
ADMINISTRATIVE SERVICES, ON  
BEHALF OF THE STATE OF OHIO**

  
Signature

  
Signature

David Grewlich  
Printed Name

Robert Blair  
Printed Name

Director of Finance  
Title

Director Ohio DAS  
Title

8/28/12  
Date

8/30/12  
Effective Date

74-2724593  
Federal Tax ID#