

**Amendment 3 to
Centrex Services Agreement**

This Amendment 3 (the "Amendment") is made and entered into as of the date of the last signature hereto ("Effective Date") by and between SBC Global Services, Inc. (formerly known as SBC Information Systems, Inc.), a Delaware corporation, with its principal offices at 225 West Randolph Street, Chicago, Illinois 60606, on behalf of The Ohio Bell Telephone Company, an Ohio corporation, (herein referred to as "SBC"), and the Department of Administrative Services (DAS) on behalf of the state of Ohio ("Customer").

Whereas, SBC and Customer entered into a "Centrex Services Agreement" ("Agreement") to provide Centrex Services ("Service") at multiple locations on December 9, 1992,

Whereas, SBC and Customer entered into amendments on October 17, 1995 and December 5, 2002, to provide additional Services extend the term, and make certain other changes to the Agreement; and,

Whereas, Customer and SBC now desire to amend the Agreement to provide additional Service;

Now, therefore, in consideration of the representations of the parties and the mutual promises and covenants herein contained, SBC and Customer agree as follows:

1. Attachment 2-B, which adds twenty-three (23) additional Systems and corrects the addresses on two (2) existing Systems, is hereby added to existing Attachment 2-A.
2. Attachment 4-A is hereby replaced with Attachment 4-B, attached hereto and incorporated herein, which amends certain existing rates and charges and adds rates and charges for additional features.
3. Upon conversion of the six (6) non-MAO accounts identified as 937-264-4200, 937-365-1401, 937-393-4284, 937-322-5284, 216-447-1574, and 614-277-1000 to the ACS system, Customer shall receive a credit equal to the difference between the amount SBC is billing for each of these accounts before the conversion and the amount each account will be billed after the ACS conversion times the number of monthly bill periods between January 8, 2003 and the date of Amendment execution. This credit shall be applied to each of the six accounts respectively. The remaining Centrex

accounts will be converted to ACS with an effective billing date of the first bill date after conversion.

4. Customer shall pay for AEBS (Ameritech Electronic Billing System) billing tapes at a rate of \$100.00 per billing period. Monthly tape charges are based on the number of monthly bill periods, regardless of the number of tapes. Current monthly bill periods are 1, 7, 10, 16, 19, 22, and 25. The SBC Business Office will issue a manual adjustment for AEBS tape charges in excess of the \$100.00 per bill period charge.

5. Record orders issued to move Centrex lines from one master agency account to another shall not have service order charges associated with them.

6. This Amendment and the Agreement plus amendments constitute the entire understanding of the parties and supersedes all prior oral or written agreements. All other terms and conditions of the Agreement remain unchanged and in full force and effect.

In witness whereof, SBC and Customer have caused this Amendment to be duly executed in their respective names, effective as of the date first above written.

The Department of Administrative Services (DAS) on behalf of the State of Ohio ("Customer")

By: 

Printed Name: Scott Johnson

Title: Director

Date: 2/10/04

SBC Global Services, Inc. (formerly known as SBC Information Systems, Inc.) on behalf of The Ohio Bell Telephone Company

By: 

Printed Name: Charlette Moore
Contract Information Management

Title: _____

Date: 1/29/04

Service Locations

for

The Department of Administrative Services (DAS) on behalf of the state of Ohio

The primary Service location for the	614-387-2704	Centrex System is	4200 Surface Rd	Columbus
The primary Service location for the	614-466-6290	Centrex System is	10 W. Broad St	Columbus
The primary Service location for the	614-728-3860	Centrex System is	3232 Alum Creek Dr	Columbus
The primary Service location for the	614-387-1700	Centrex System is	830 Freeway Dr. N	Columbus
The primary Service location for the	740-845-6300	Centrex System is	1960 State Rte 42	London
The primary Service location for the	614-466-7094	Centrex System is	101 E. Town Street	Columbus
The primary Service location for the	614-752-1252	Centrex System is	1030 Alum Creek Dr.	Columbus
The primary Service location for the	740-532-0523	Centrex System is	120 N. 3rd Street	Ironton
The primary Service location for the	614-752-9400	Centrex System is	580 S. High Street	Columbus
The primary Service location for the	419-245-2833	Centrex System is	One Government Ctr.	Toledo
The primary Service location for the	330-438-0638	Centrex System is	400 Third St. SE	Canton
The primary Service location for the	614-277-2400	Centrex System is	3655 Brookham Drive	Grove City
The primary Service location for the	740-845-2000	Centrex System is	1560 State Rte. 56	London
The primary Service location for the	614-466-3264	Centrex System is	1980 W. Broad Street	Columbus
The primary Service location for the	614-466-7130	Centrex System is	1320 Arthur E. Adams Dr.	Columbus
The primary Service location for the	614-466-4437	Centrex System is	1810 Sullivant Avenue	Columbus
The primary Service location for the	614-644-2924	Centrex System is	122 S. Front Street	Columbus
The primary Service location for the	614-466-1043	Centrex System is	255 E. Main Street	Columbus
The primary Service location for the	614-387-8000	Centrex System is	4200 E. 5th Avenue	Columbus
The primary Service location for the	330-438-7676	Centrex System is	402 Second Street	Canton
The primary Service location for the	614-728-4098	Centrex System is	1612 W. Broad Street	Columbus

The primary Service location for the	614-644-4780	Centrex System is	52 Robinwood Avenue	Whitehall
The primary Service location for the	330-797-9944	Centrex System is	242 Federal Plaza West	Youngstown
The primary Service location for the	440-352-6106	Centrex System is	909 N. State Street	Painesville
The primary Service location for the	419-429-6210	Centrex System is	8210 County Road 140	Findlay

⊛ This entry represents an address correction. The address was previously stated as 123 N. 3rd Street.

☆ This entry represents an address correction. The address was previously stated as 1560 St. Rte. 5.

SBC Centrex Service
Rates and Non-Recurring Charges (NRC) for
The Department of Administrative Services (DAS) on behalf of the state of Ohio

I. VTTP Items (Contract)

	60 Month Rate	NRC#	USOC
<u>Service Establishment Charge</u>	\$ 0.00	\$ 0.00	
<u>Voice Line, Each</u>			
With SBC Feature Activation ϕ	\$ 6.80 ²⁸	\$ 54.00	NDC
Without SBC Feature Activation	6.80 ²⁸	12.00	NDC
<u>Electronic Key Line, Each,</u>			
With SBC Feature Activation ϕ	\$ 6.80 ²⁸	\$ 54.00	NDU
Without SBC Feature Activation	6.80 ²⁸	12.00	NDU
<u>Intercom Lines, Area B*, Each</u>	\$ 0.00	\$ 0.00	
<u>Intercom Lines, Area C, Each</u>	0.00	0.00	
<u>Intercom Lines, Area Dⁿ, Each</u>	0.00	0.00	
<u>Network Access Lines, Area B*, Each</u>	\$ 0.00	\$ 0.00	
<u>Network Access Lines, Area C, Each</u>	0.00	0.00	
<u>Network Access Lines, Area Dⁿ, Each</u>	0.00	0.00	
<u>Usage Package, Each</u>	0.00	0.00	
<u>Central Office Termination, Each</u>	0.00	0.00	
<u>Contract Protection Guarantee, implied, Each</u>	Rates to be established in the future		1ZZPT

Optional Services and Features Rates and Non-Recurring Charges (NRCs)

<u>Digital Channel Terminations, Each</u>	\$ 10.96		CM6
Central Office Connect, per circuit		\$ 187.00	
Admin charge, per order		\$ 55.00	
<u>Digital Channel Mileage, Each</u>	\$ 0.96		1L5XX
<u>Analog Channel Terminations, Each</u>	\$ 8.00	\$ 234.20	OPUCX
Central Office Connect, per circuit		\$ 187.00	
Admin charge, per order		\$ 55.00	
<u>Analog Channel Mileage, Each</u>	\$ 5.00	\$ 0.00	1LLBS
<u>ISDN – Circuit Switched Voice, Each</u>	\$ 0.00	\$ 20.00	LTQ5X
<u>ISDN Centrex – Custom, Each</u>	\$ 6.80 ²⁸	\$ 54.00	ZCZ
<u>ISDN - Circuit Switched Data Ln, Each</u>	\$ 0.00	\$ 20.00	LTQ6X
<u>CTX Icom-Highspeed Data-2 Wire, Each</u>	\$ 6.80	\$ 54.00	ZDZ
<u>Digital Interface Unit, Each</u>	\$ 260.00	\$ 549.00	D1E1X
<u>ARS – Basic Patterns, Initial, Each</u>	\$ 6.00	\$ 700.00	AR9
<u>ARS – Basic Patterns, Additional, Each</u>	\$ 2.00	\$ 100.00	ARH
<u>ARS – Deluxe Patterns, Initial, Each</u>	\$ 20.00	\$ 1,200.00	AQVPS
<u>ARS – Deluxe Patterns, Additional, Each</u>	\$ 2.00	\$ 100.00	ARH

<u>Centrex Secondary Telephone Numbers, Each</u>	\$ 0.00	\$ 0.00	SOT
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Attachment 4-B
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UCD/ACD

Basic ACD, per position	\$ 18.00	\$ 75.00	APO1X
Deluxe ACD, per position	\$ 19.00	\$ 125.00	APO2X
ACD / UCD Queue Slots, Each	\$ 1.00	\$ 10.00	AQA
UCD Common Equipment, Each	\$ 38.00	\$ 175.00	UQZPG
Recorded Announcement Trunks, per/annc	\$ 34.00	\$ 70.00	RKQ
ACMSI – 1200 Baud – per system	\$ 140.00	\$ 975.00	SMQPS

Optional Services and Features Rates and Non-Recurring Charges (NRCs) (Continued)

<u>Basic Voice Mail, Each</u>	\$ 7.00	\$ 15.00	VSFB3
<u>Enhanced Voice Mail, Each</u>	\$ 8.46	\$ 5.00	VSFB5
<u>Conference Serv w/6 Port Ckt, Each</u>	\$ 57.50	\$ 50.00	EQ6
<u>Conference Serv Linking</u>	\$ 40.00	\$ 65.00	EQ6PA
<u>Centrex Speed Clg - Long, Each</u>	\$ 0.40	\$ 10.75	ZSC30
<u>Centrex Caller ID, Each</u>	\$ 1.00	\$ 0.00	NSD
<u>Caller ID Blocking, Each</u>	\$ 1.00	\$ 0.00	NBA
<u>Additional Directory Listing, Each</u>	\$ 1.99	\$ 0.00	CLT
<u>Foreign Additional Listing, Each</u>	\$ 1.99	\$ 0.00	FAL
<u>Cross Reference Listing, Each</u>	\$ 1.99	\$ 0.00	LLT
<u>Non-Published Service, Each</u>	\$ 1.10	\$ 0.00	NPU
<u>Direct Station Sel/Busy Lamp Field Each</u>	\$ 9.00	\$ 100.00	BUY
<u>Extended Intercept Service, Each</u>	\$ 3.00		PMA
Activation of initial 10		\$ 49.00	
Activation of each addl 10		\$ 4.00	
<u>Centrex Station ID over Tie lines, per Tie Trunk Grp.</u>	\$ 5.00	\$ 1,500.00	STN
<u>High Speed Data, Each</u>	\$ 9.50	\$ 419.00	DP9
<u>Attendant Console Positions, Digital</u>	\$ 165.00	\$ 500.00	NG9PC
<u>OptiCentrex Feature, Each</u>	\$ 6.80	\$ 16.00	NUC
<u>Special Assembly - Magnetic Tape</u>	\$ 134.00	\$ 0.00	WZZAM
<u>Ground Start Centrex Feature, Each</u>	\$ 10.00	\$ 5.00	GST

II. Non-VTPP Rates and Charges (As Specified on Attachment 5)

<u>Telephone Number(s), Each</u>	\$.25*	SXS
<u>End User Common Line Charge, Each</u>	\$ 5.38*	9ZR
<u>End User Complex Line Port Charge, Each</u>	\$ 1.58*	9ZD
<u>E-911 Charge, Each</u>	\$.12*	UXT
<u>Long Term Number Portability Surcharge, Each</u>	\$.28*	NSR
<u>Universal Service Fund, Each</u>	\$.05*	9PZLX

¶ If a feature can be activated with Centrex Mate and SBC activates the feature, Voice Line with Feature Activation charges apply.

*These Rates and Charges are governed by Tariff and may vary over the term of the Amendment, they are listed here strictly as a convenience to the Customer.

Attachment 4-B
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²⁶These items are Contributory Services and the items to which the Service Level Discount shall be applied as set forth in paragraph 8 above.

[#]This column only applies to additions of these items to the current Centrex configuration.

* In addition to the applicable existing Systems, this rate applies to the following newly added Systems, as set forth in Exhibit 2-B: 614-387-2704, 614-466-6290, 614-728-3860, 614-387-1700, 614-466-7094, 614-752-1252, 614-752-9400, 419-245-2833, 614-466-3264, 614-466-7130, 614-466-4437, 614-644-2924, 614-466-1043, 614-387-8000, 614-728-4098, 614-644-4780

²¹ In addition to the applicable existing Systems, this rate applies to the following newly added Systems, as set forth in Exhibit 2-B: 740-845-6300, 330-438-0638, 614-277-2400, 330-438-7676, 330-797-9944, 440-352-6106, 419-429-6210