AMENDMENT NO. 1 TO THE AGREEMENT FOR SONET SERVICE BETWEEN

AND **VERIZON NORTHWEST INC. ("VERIZON")**

("CUSTOMER")

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	This is Ame	endment No.	1 ("Amendme	nt No. 1")) to the	Agreement I	or SONET	Service (the '	"Agreemen	ť.)
betwee			'Customer") a								

Whereas, the parties entered into the Agreement effective October 12, 2006 (Contract No. 1328) filed on October 9, 2006 (Docket No. UT-030727) Verizon internal tracking number 2006-368963; and

Whereas, the purpose of this Amendment No. 1 is to extend the term of the Agreement.

Pursuant to Section 15, the parties agree to amend the Agreement as follows:

1) Customer has exercised the 60 day extension option, so that the Agreement will expire December 11, 2008. In order for Service to continue without interruption, this Amendment No. 1 must be fully executed and filed with the Commission on or before November 10, 2008, in order for the Commission to complete its review and approval prior to expiration.

If this Amendment No. 1 is not approved and effective by December 12, 2008, the Agreement will terminate and Customer's Service will immediately transition to Verizon's general tariff offering at the minimum term commitment specified therein, unless Customer provides written notice to Verizon to disconnect Service attogether, in which case the disconnection will be implemented and effective December 11, 2008. If Service is not available in Verizon's tariff, Service will terminate.

Customer must sign and date this Amendment No. 1 and return it to Verizon on or before October 31, 2008 in order for Verizon to sign and prepare this Amendment No. 1 for filling with the Commission. This Amendment No. 1 will not be considered fully executed until signed by both Customer and Verizon.

- 2) Provided this Amendment No. 1 is made effective on or before December 12, 2008, the term of the Agreement shall be extended for the period of six (6) consecutive months for the period December 12, 2008 - June 11, 2009 (the "Extension Term").
- 3) Service Rates as set forth in Exhibit A under Section 1, Services and Quantity Commitments, will remain in effect during the Extension Term.

EXCEPT AS EXPRESSLY MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE AGREEMENT, AS AMENDED, REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.

IN WITNESS WHEREOF, Customer and Verizon have caused this Amendment No. 1 to be executed by their

duly authorized representatives.	Verizon Business Network Services, Inc. on behalf of VERIZON NORTHWEST INC.					
Authorized Signature	Authorized Signature					
Title PRESIDENT & COO	Suleiman Flessami Title VP Pricing Contract Management					
	/0/31/08 Date					