

CTI Networks, Inc. (CTI) a Pennsylvania corporation submits these comments concerning the application of CenturyTel, Inc. ("CenturyTel") and Embarq Corporation ("Embarq") to transfer control of Embarq to Century Tel.

TABLE OF CONTENTS

- I. INTRODUCTION
- II. RECENT CHANGES IN EMBARQ'S WHOLESALE DSL OFFERING
 - A. History of Embarq DSL Service Offering
 - B. DSL Services removed from tariffs
 - C. Introduction of new DSL Technologies
- III. ANTI-COMPETITIVE NATURE OF BROADBAND DEPLOYMENTS
- IV. RECOMMENDATIONS

I. INTRODUCTION

CTI has been an Internet Service Provider (ISP) since 1995 providing service under brand names that include PA.net, DC.net, VA.net, MD.net, and NJ.net. CTI began offering DSL service in 2001 via a wholesale "ISP partner" program and are reportedly Embarq's largest customer for Wholesale DSL service. In addition to providing DSL for its customers, CTI cooperates with eight other ISPs to aggregate ATM services throughout the Mid-Atlantic region allowing independent ISPs to provide DSL to their respective customers.

After reviewing the NuVox and Socket Telecom comments, along with those by the New Jersey Division of Rate Counsel, it was clear that CTI could offer additional perspectives on delivering broadband services dependent upon last mile facilities controlled by incumbent telephone companies like Embarq and CenturyTel. CTI does not currently have any service with CenturyTel, but does provide DSL in areas served by Verizon's network and will include a few comparisons to Verizon's DSL offering for ISPs. These comments will document unfair and anti-competitive behavior by Embarq following the FCC's decision to remove DSL service from existing tariffs. The comments will also identify subtle differences between Verizon and Embarq's state-directed broadband initiatives and show how Embarq is using those initiatives to eliminate their former "ISP Partners". Finally, we will make some concrete suggestions as to conditions that should be imposed to help align this merger with the public interest.

II. RECENT CHANGES IN EMBARQ'S WHOLESALE DSL OFFERING

A. History of Embarq DSL Service offering. In 2000, Embarq (formerly Sprint Corporation) began offering DSL service through both retail and wholesale channels. The company's Wholesale Division offered the service to their ISP customers via a collection of Volume Term Discount Plans (VTDP)s. Those plans were included in tariffs filed with the FCC. http://svartifoss2.fcc.gov/cgi-bin/ws.exe/prod/ccb/etfs/bin/binary_out.pl?70567

B. DSL Services removed from Tariffs. During 2006, the FCC decided that Internet service was properly classified as an information service, thereby eliminating the requirement that DSL be

provided via tariff. In August 2006, both Verizon and Embarq removed DSL from their tariffs and ISP customers of both companies were required to sign new “wholesale” commercial DSL service agreements. CTI, like other ISPs, was told by Embarq there would be few changes during the first year while management sorted out what removal from the tariffs would mean in the longer term. Unfortunately, Embarq used this change to begin a series of anti-competitive actions with regards to its dealings with independent ISPs.

C. Introduction of new DSL Technologies Subsequent to the removal of DSL from FCC tariffs, there have been a series of new speeds, lower prices, and other new technologies which have been made available to customers of Embarq’s Retail Division, but not to customers of their Wholesale Division. Specific examples include:

1) In August 2007, Embarq introduced a new DSL product with a 768Kb/384 speed. The service was priced at either \$19.95 or \$29.95 per month (depending upon other bundled services) and became the de facto introductory product for residential customers. This rate was \$10 a month lower than Embarq’s prevailing rate for the next incremental 1.5Mb/384 service (with or without any additional discounts for long distance or Dish Network video bundles, the rate was always \$10 lower than selecting a package with the 1.5Mb/384 service). At first, Embarq’s ISP partners were told there were no plans to make this new product available to them. But five months later, on January 17, 2007, the 768Kb/384 DSL product was made available as a wholesale product. Embarq’s charge to the ISPs for the loop portion of the service was \$21, or only \$1 less than the \$22 price charged to ISPs for the 1.5Mb/384K loops. Embarq’s creation of an entry level DSL product with retail prices lower than ISP wholesale rates effectively eliminated the ability of approximately 200 local ISPs to compete with Embarq for residential broadband customers.

2) On January 18, 2008, Embarq introduced their higher speed 10Mb/896 DSL product. CTI was told that Embarq’s DSL product management has no plans to make this premium 10Mb/896 DSL available to “ISP Partners”. With this decision, the local ISPs in Embarq territory have been denied the ability to provide the product most needed by their business customers.

3) In July 2008, during Embarq’s Second Quarter Earnings Call, they announced introduction of a new “Extended Reach DSL” service that would expand coverage and make broadband DSL connectivity available to an additional 130,000 to 150,000 customers. <http://www.broadbandreports.com/forum/r21324116-Embarq-Extended-Reach> Embarq has stated they have no plans to make the new extended reach DSL available as a wholesale product that could be ordered by ISPs.

4) For the last year and a half, Embarq has been willing to provide “naked” DSL (DSL without accompanying phone service) to customers canceling both their phone and DSL service (confirmed by a Google search of -“Embarq Save Desk”). In December 2008, Embarq began direct marketing of “naked” DSL services. Attached as Exhibit A is a photo showing this marketing material. Unfortunately Embarq will not accept orders for “naked” DSL from their ISP Partners, thereby eliminating another competitive option for independent ISPs.

III. ANTI-COMPETITIVE NATURE OF BROADBAND DEPLOYMENTS

The comments filed by the New Jersey Division of Rate Counsel indicate that Embarq intends to prioritize future broadband initiatives based on a customer petition called a Bona Fide Retail Request (BFRR). This appears to be modeled after a program developed in Pennsylvania as part

of Act 183 and a Network Modernization reporting requirement. Verizon and Embarq both presented BFRR programs to Pennsylvania that outline a process for identifying broadband demand. Upon initial review, the plans appear similar, but there is a key difference in each company's implementation. Embarq's program prevents broadband from being delivered to an ISP's customer unless they, and a majority of their neighbors, convert their Internet service to Embarq. Let's compare the actual implementation of these programs.

- Verizon's program includes a petition in which a customer expresses interest in DSL service and agrees to order if it is made available. The fourth sentence of the first paragraph states, "You may subscribe to high-speed Internet service from any Internet Service Provider (ISP) serving your area. Verizon's BFRR petition form is attached below as Exhibit B and is confirmed by a newspaper article (Exhibit C) that describes the service introduction in a neighborhood and confirms that residents were able to order DSL from a provider of their choice.

- Embarq's BFRR program is also attached as Exhibit D. CTI was one of the first Internet Providers in Pennsylvania and each year looked forward to summer fairs as part of its expansion plans (See photo at Exhibit E). With introduction of the BFRR program, CTI hoped to help Embarq identify the pockets and small neighborhoods that would present the highest "take-rate" for broadband rollout. When CTI contacted Embarq to inquire about their participation in the BFRR program, CTI was advised there was no way they could use the program as it was intended only for retail lines that were ordered by retail customers of United Telephone of PA (d/b/a Sprint/Embarq). The word "retail" appears in the six page customer petition twenty-five times. No where does the word ISP appear, and no where does it explain to the State's Department of Community and Economic Development that the only way residents will be able to get broadband service from Embarq, is if they, and a majority of their neighbors cancel service from their existing local provider, change their e-mail address, and become an Embarq Internet customer.

IV. RECOMMENDATIONS

Embarq has taken unfair advantage of their control over the telecom networks in their region to create barriers that destroy local ISPs. The impact of the FCC's re-classification of DSL has been to drive competition out of the DSL market. Embarq enjoys an unregulated wholesale monopoly that allows them to conduct these practices with no threat of oversight. For over six years, a healthy wholesale-retail relationship existed between Embarq and their ISP partners. Although we are skeptical, we hope their recent predatory pricing and anti-competitive practices are addressed and eliminated by CenturyTel following this merger. CTI hopes that the FCC will allow local ISPs to survive this merger and will use its authority to create meaningful conditions to ensure that the merger serves the public interest. For this to happen, DSL must exist as a commercially viable wholesale product. Specific recommendations are as follows:

- All DSL product speeds and technologies that are available to the retail division must also be offered to wholesale customers of the company.

- Wholesale DSL prices should be priced lower than retail prices and support a valid business model.

- The offering of naked DSL or DSL without accompanying dial tone service should be made available to wholesale partners.

- State specific programs cannot be developed that give an unfair competitive advantage to the company's retail division or exclude its wholesale customers from certain geographic markets.

- CenturyTel and Embarq networks should be merged and should not require additional network elements to serve adjacent areas. Complete network integration would prevent the situation that currently exists in Verizon areas where former GTE and former Bell Atlantic service areas have separate networks and providers are forced to install duplicate facilities to serve a single market. In Virginia for example, Falls Church and Herndon are on a different network than the adjacent areas of Manassas and Dulles. Similarly, in Pennsylvania - Harrisburg and Lancaster are on a different telephone network than the geographically interwoven York and Hershey areas. If CenturyTel and Embarq merge, their network should also be merged and a consistent set of products offered throughout the new combined service area.

Thank you for this opportunity to present these comments. We are a local company, less than a hundred miles from Washington D.C. We would welcome the opportunity to answer any questions or provide additional information you may require.

CTI Networks, Inc.

No home phone? No problem.
Get High-Speed Internet.
No phone service required.



EMBARQ[®]

Where Common Sense Meets Innovation[®]



If you are within the service area of Verizon and high-speed Internet service (such as DSL) is not currently available to you, you may submit this form asking that it be made available to your Carrier Serving Area. If the threshold of 50 customers or 25% of the retail access lines, whichever is less, in your Carrier Serving Area request high-speed Internet service, then Verizon must provide this service within one year. By submitting this form, you agree to purchase high-speed Internet service for one year, once it becomes available, subject to your agreement with the price and terms for the service. You may subscribe to high-speed Internet service from any Internet Service Provider (ISP) serving your area.

To help bring high-speed Internet service to your area, you must complete, sign and date this form and return it to Verizon. Verizon will provide written confirmation within 30 days of receiving your BFRR form. Within 30 days of meeting the threshold in your service area, Verizon will provide notification of the expected date of high-speed Internet service availability. See the "Frequently Asked Questions" on our website for more information.

Yes, I would like to participate in the BFRR program.

Service Address

I am a: Residence Business

Customer/ Business Name: _____

Contact person: _____ Phone: _____ Email: _____

Service Telephone Number: _____ - _____ - _____ *Account Number: _____

*Your account number can be located on the first page of your bill. It is a thirteen digit number consisting of your billing telephone number plus a three digit code.

Street Address Line 1 : (No PO Boxes) _____

Street Address Line 2 : (No PO Boxes) _____

Unit: _____

City: _____ State: PA Zip Code: _____

Email Address (if available, include for prompt response): _____

Mailing Address:

Same as Service Address

Street Address Line 1: _____

Street Address Line 2: _____

Unit: _____

City: _____ State: _____ Zip Code: _____

Commitment to Purchase

If Verizon makes high-speed Internet service available in my community as a result of the BFRR program, I agree to purchase it from an ISP in my area for one year. My commitment is based on an understanding that where high-speed Internet service is currently available, ISPs offer packages with varying speeds and prices. Currently, prices for high-speed Internet service start at under \$20 per month.

I understand that I will not begin to be billed unless and until the service is actually provided to me.

Signature: _____ Date: _____

Contact Number: _____

I am interested in being an aggregator and would like to receive information on how I can sign-up others in my Carrier Serving Area for this program.

Aggregator ID# (if available): _____

Please return this form to:
IMAGING CENTER – BFRR
P.O. Box 9000 4th FLOOR
ANNAPOLIS, MD 21401-9000

If you have questions about this program, please go to <https://www22.verizon.com/ForYourHome/BFRR> or call the Toll free contact number shown on your telephone bill.

BFRR Frequently Asked Questions & How to Submit Your Request

Q: What is the Bona Fide Retail Request Program?

A: The Pennsylvania legislature recently enacted a new law instructing Verizon and other telephone companies to give their Pennsylvania customers an opportunity to complete a Bona Fide Retail Request (BFRR) for high-speed Internet service. This program may speed high-speed Internet service deployment to your immediate area, but it also requires that you commit to purchase high-speed Internet service for a year. Under this program, if 50 customers or 25% of the retail access lines in your Carrier Serving Area, whichever is less, commit to purchase high-speed Internet service for a minimum of one year, Verizon will provide high-speed Internet service in that area within 12 months. Through the BFRR program, Verizon will make high-speed Internet service available in up to 40 Carrier Serving Areas each year.

Q: What is my "Carrier Serving Area" as referred to on the BFRR form?

A: Verizon service areas are divided into specific geographic areas by Verizon engineers. These areas are where a remote terminal (called remote because it is located some distance from the central switching office) would be placed to serve high-speed Internet service to all lines in that specific area. Typically, a Carrier Serving Area will be all the homes and businesses within approximately 2 miles of one of these terminals.

Q: What is sufficient demand for high-speed Internet service?

A: Sufficient demand is achieved when at least 50 customers (business and residence) in a Carrier Serving Area, or 25% of the retail access lines there, whichever is less, make a commitment to purchase high-speed Internet service for at least one year.

Q: What if there isn't sufficient demand for high-speed Internet service?

A: Verizon may still provide high-speed Internet service to your Carrier Serving Area according to its normal plan to provide this service. The BFRR program allows customers in a Carrier Serving Area with sufficient demand for high-speed Internet service to accelerate Verizon's plans so that high-speed Internet service is made available to that Carrier Serving Area sooner than Verizon may have planned.

Q: When will I get high-speed Internet service after submitting a BFRR form?

A: Once 50 customers or 25% of the retail access lines in your Carrier Serving Area submit BFRR forms, Verizon will begin plans to provide high-speed Internet service to your area so that it is available within one year. The only exception would be where the total number of BFRR deployments exceeds 40 over a 12 month period (or 20 deployments requiring significant construction work or property acquisition).

Q: How long will Verizon keep my BFRR form on file?

A: Verizon will keep your BFRR form on file until Verizon makes high-speed Internet service available in your Carrier Serving Area.

Q: What happens if I move or change my mind after I have submitted a BFRR form?

A: If you change your mind after you submit a BFRR form, contact Verizon and the company will remove your request from file. You will be under no further obligation to purchase high-speed Internet service.

Q: Is there a number I can call to check on the progress in my area?

A: Verizon will provide written acknowledgement that it has received your request. Once sufficient demand is achieved in your Carrier Serving Area, Verizon will notify you and provide information on what the next steps are. You may call the toll-free contact number shown on your telephone bill for more information.

Q: What if I want to solicit other customers in my Carrier Serving Area to create sufficient demand?

A: In most cases, the best way to do this is to encourage your neighbors to visit Verizon's BFRR website, <https://www22.verizon.com/ForYourHome/BFRR>, and complete a BFRR form. If you would like to officially promote the BFRR program, check the appropriate box on the BFRR form indicating your interest in serving as an aggregator in your Carrier Serving Area.

Q: What are the next steps to become a BFRR aggregator?

A: After Verizon receives your completed BFRR form, it will send you detailed instructions on the process to follow in soliciting others in your Carrier Serving Area as an aggregator. Potential aggregators must also execute a written agreement releasing Verizon from liability as they perform aggregator activities. Once the potential aggregator completes and returns this document, Verizon will provide him or her with the relevant Carrier Serving Area boundaries and a BFRR Official Aggregator ID#.

Q: Can I submit a BFRR form to get Verizon Fios Internet Service?

A: No, services utilizing fiber optics are specifically exempt from the BFRR program.

Q: Can I submit more than one BFRR form under the same telephone number?

A: No, duplicate forms will be discarded. However, you can place a separate request for more than one high-speed Internet service in the same business or residence.

Q: Can I submit a BFRR request to get high-speed Internet at my out-of-state property?

A: The BFRR program is only available to current Verizon customers at locations within the state of Pennsylvania.

Q: How do I submit a BFRR form?

A: Complete the preceding form and mail it to Verizon at Verizon Imaging Center – BFRR, P.O. Box 9000, 4th Floor, Annapolis, MD 21401-9000.

COMMUNITY WEEKLY

REGION



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LOCAL & STATE

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SECTION B

SUSQUEHANNA TWP.

Residents to pressure Verizon for DSL access

BY JACK SHERZER
Of The Patriot-News

A drive through the Susquehanna Twp. neighborhoods just north of Harrisburg offers a mix of large stately homes, small ranchers and well-kept townhouses tucked along tree-shaded streets.

With good roads, public water and sewer, a convenient commute to the downtown of the state capital, the neighborhood lacks little.

But for some who live there, Susquehanna's 1st Ward is lacking the utility of the 21st century — high-speed broadband Internet access through the phone line.

While Pennsylvania regulations call for the telephone companies to offer broadband everywhere in the state by 2015, residents led by the ward's elected commissioner are banding together to try to fast-track the process.

Under what's known as Act 183, if either 50 customers in a "service area" or 25 percent of the customers — whichever is less — sign a petition committing to be telephone broadband, or DSL, customers for a year, the company must make the service available within 12 months.

It's called the Bona Fide Retail Request Program, and Ira Shapiro, the 1st Ward's commissioner, is hoping to use it to get Verizon to install the equipment needed to deliver the service to his residents.

"We are in an era where the Internet has become an essential tool for children and their homework and it's important for people to just make contact," Shapiro said. "There is just no end to the uses that people can make of being able to have ac-

DSL: Residents hope to speed service for 1st Ward of Susquehanna Twp.

Continued from Page B1

cess to reasonably priced, at a reasonable speed, Internet."

Without DSL service, the only option other than slower dial-up service is more expensive broadband through cable.

Nationwide, 42 percent of home Internet users — about 84 million — have broadband connections, according to a survey by the Pew Internet & American Life Project (www.pewinternet.org).

It was a sharp rise from just a year ago, when 29 percent of home users had broadband, according to the organization.

At this point, there is no map or list available to allow consumers to determine what parts of the state already have telephone broadband access, but state officials say that will soon change.

Under BFRR, anyone in a neighborhood can have themselves appointed by the phone company to collect enough signatures for an area, a step Shapiro has taken.

Shapiro said he is still negotiating with Verizon, the company whose infrastructure serves the area, to determine how many signatures will be

needed to cover the 1st Ward.

He stressed that residents are not promising to buy the DSL service from Verizon — they're only promising to buy the service from a supplier of their choice for at least a year after it becomes available.

On the Verizon form, it states that prices for DSL Internet Service are starting at under \$20 per month.

At this point the area that's been approved is from the Route 81 bridge to Lings-town Road.

But Shapiro said he wants to get signatures from those living south of the 81 bridge to ensure the service is extended to the entire ward.

Verizon officials would not discuss the ongoing negotiations with Shapiro, nor would they talk about what the company's timetable would be for making the service available absent the BFRR move.

Shapiro said he believes that without the neighborhood coming together, the 1st Ward — the only section of Susquehanna Twp. not to have telephone broadband service available — would likely wait until 2015.

All companies are required

GETTING DSL

■ Residents of Susquehanna Twp.'s 1st Ward who are interested in getting telephone broadband, or DSL, should contact Commissioner Ira Shapiro at his office at 233-1001 or e-mail him at oneward@comcast.net. Shapiro will e-mail or mail the form to residents and is asking that they be returned to him, so he can keep track of the process, under the Bona Fide Retail Request Program. He will forward the forms to Verizon.

■ While Verizon will provide the broadband infrastructure, those looking to buy telephone broadband will be free to choose whatever provider they want.

■ For more information on the Bona Fide Retail Request Program, go to the state's Web site at www.newpa.com and search under Bona Fide Retail Request Program.

to steadily increase broadband availability, with the entire state being covered by 2015, said Jennifer Kocher, a spokeswoman for the Public Utility Commission, which regulates phone companies.

In 2008, the agency plans to audit the companies to ensure they are complying.

Later this year, the state should have a Web site that will allow people to see where broadband services are being offered, said Luc Miron, director of strategic technical initiatives for the state Department of Community and Economic Development.

"I think everyone recognizes broadband is an important infrastructure in the 21st Century the same way water and sewer was the lifeblood of the 20th Century," Miron said.

To Don Houser, who has lived in the 3400 block of North Second Street for six years, telephone broadband can't come soon enough.

To get high speed Internet now, he pays to have basic cable and then the Internet hookup, even though for his television viewing he uses a satellite service.

"DSL would suit many residential customer needs," Houser said, adding that in areas where DSL is available, cable connection rates have been lowered to compete.

"What we need in the 1st Ward is competition, which leads to greater choices and hopefully lower prices for consumers."

JACK SHERZER: 255-8263 or jsherzer@patriot-news.com



Bona Fide Retail Request Program - Plan Description Available in Pennsylvania

The Pennsylvania Public Utility Commission (“Commission”) approved an Amended Alternative Regulation Plan (“Plan”) for The United Telephone Company of Pennsylvania d/b/a Sprint (“United PA”), or any successor in interest, effective June 23, 2005. In the Plan, United PA committed to accelerate broadband availability¹ to 100% of its retail customers by December 31, 2013. In the interim, for those portions of United PA’s local service territory where broadband service is not available, United PA implemented this Bona Fide Retail Request Program (“BFRR”) in compliance with Act 183 (“the Act”). On April 7, 2006, at Docket Nos. A-313200F0007 and A-0311379F0002, the Commission approved a transaction in which United PA separated from Sprint Nextel Corporation. As a result of this separation, United PA now, and for the near term, shall be known as and will be doing business as The United Telephone Company of Pennsylvania d/b/a Embarq Pennsylvania (hereinafter “Embarq Pennsylvania”). Embarq Pennsylvania shall carry on the administration and intention of this BFRR. A description of Embarq Pennsylvania’s BFRR Plan follows:

I. GENERAL

A. Embarq Pennsylvania’s BFRR is available to retail customers within Embarq Pennsylvania’s local service territory in Pennsylvania. Any person, business, local development district, industrial development agency or other entity within Embarq Pennsylvania’s local service territory seeking advanced services, as defined in the Act², shall submit a written request for such services to Embarq Pennsylvania or to the Department of Community and Economic Development of the Commonwealth of Pennsylvania (“the Department”). The written request for advanced services may be submitted in any one of the following three ways:

¹ The Act defines “Broadband Availability” as access to broadband service by a retail telephone customer of a local exchange telecommunications company. The Act defines “Broadband” as a communication channel using any technology and having a bandwidth equal to or greater than 1.544 megabits per second (MBPS) in the downstream direction and equal to or greater than 128 kilobits per second (KBPS) in the upstream direction.

² The Act defines “Advanced Service” as a retail telecommunications service that, regardless of transmission medium or technology, is capable of supporting a minimum speed of 200 kilobits per second (KBPS) in at least one direction at the network demarcation point of the customer’s premises.

1. The written request may be in the form of a petition.
2. The written request may also be on the form provided by the Department. In accordance with the Act, Embarq Pennsylvania designated, on March 8, 2005, a single point of contact to receive all written advanced or broadband service requests forwarded by the Department. Or,
3. The written request may be a completed individual request form provided by Embarq Pennsylvania (attached). If individual requests are received, Embarq Pennsylvania shall aggregate requests for the same or comparable advanced services and initiate the appropriate action pursuant to section 3014 (c) of the Act when the required number of requests has been received.

B. Each of the three written requests described in Section I.A. above must include;

1. The name, address, telephone number and signature of each existing retail customer requesting the advanced service, the advanced service being requested and the number of access lines for which the advanced service is being requested.
2. The name, address and telephone number of a designated contact person where the request is made by or on behalf of more than one person or business. And,
3. A commitment by each customer who signs the request to subscribe to the requested service for one year, subject to Embarq Pennsylvania's identification of the price and terms of the service and the customer's agreement to the price and terms.

C. A petition or an individual written request form, as referenced above, may not in itself constitute a Bona Fide Retail Request. To be considered a Bona Fide Retail Request, Embarq Pennsylvania must receive written request(s) for a minimum of 50 retail access lines, or 25% of retail access lines within a community³, whichever is less, for the same advanced service or comparable advanced services having a bandwidth within 100 kilobits per second (KBPS) of each other. Notwithstanding the foregoing comparable bandwidth limitation, where a request includes individual customer requests for advanced services having equal to or less than 1.544 megabits per second (MBPS) bandwidth in the downstream direction, all lines in the request shall be counted in meeting the minimum line requirement.

³ The Act defines "community" as those customers of a local exchange telecommunications company served by an existing or planned remote terminal or, where no remote terminal exists or is planned, a central office switch.

II. IMPLEMENTATION

A. In administering its Bona Fide Retail Request program, Embarq Pennsylvania shall:

1. Provide information for customers regarding its BFRR program on its internet website by selecting “Policies and Forms” at www.EMBARQ.com or through its toll free number 1-888-436-7841.
2. Mail the attached Individual Request Form to a customer upon request.
3. Confirm Embarq Pennsylvania’s receipt of any completed request in writing to the customer and identify the service requested.
4. As part of any written confirmation, or in a subsequent written communication to the customer, provide the customer the applicable rate, the contract term, the status of the request and a term subscription agreement for execution.
5. Notify the customers in a community, within 30 days of receipt of a Bona Fide Request, of the expected date of the availability of the requesters’ service.

B. When a Bona Fide Retail Request has been received that meets the requirements of Section I.B. and C. above, Embarq Pennsylvania shall provide the requested advanced service, or other reasonably comparable service having a bandwidth within 100 kilobits per second (KBPS) of the requested service, to the community as soon as practicable, but in no event later than 365 days of the date the requirements of the Act have been met or within the period approved by the Commission under paragraphs 1 and 2 below where:

- Embarq Pennsylvania provides the requested advanced service to other customers in its service territory;
- No service is available to the requesting customers from an alternative service provider at or within 100 kilobits per second (KBPS) of the data speed requested or such service is available at a price that exceeds the then current price offered by Embarq Pennsylvania by more than 50%;
- The community is situated within the service territory of Embarq Pennsylvania, and;
- Embarq Pennsylvania does not have to provide fiber to the customer’s premises to furnish the requested advanced service.

1. Where, as the result of property acquisition, including acquiring rights of way, or new construction Embarq Pennsylvania is unable to provide the requested advanced service within the one year period, Embarq Pennsylvania may petition the Commission for an extension of up to six months, with service upon the customer or customers who made the Bona Fide Retail Request and the Department if the department submitted the request on behalf of the customer or customers. The Commission may delegate its authority

to rule on such petitions to a bureau Director or other appropriate employee who shall grant the petition for good cause shown.

2. Where the total number of Bona Fide Retail Requests received by Embarq Pennsylvania or affiliated companies that meet the requirements Section I.B. and C. and Section II.B, above, exceed 40 requests in any 12 month period, or where there are more than 20 such requests that require property acquisition, including acquiring rights-of-way, or new construction in any 12 month period, Embarq Pennsylvania may provide a verified certification to the Commission that one or both of the previously stated criteria are met, with service upon the customer or customers who made the additional requests and upon the Department if the Department submitted any such requests. Upon receipt of the certification, the Commission, or the Commission through its designated staff, shall permit Embarq Pennsylvania to extend the time for such deployments for a period of no more than 12 months unless the Commission determines an additional time period to be just and reasonable. If a deployment is extended, it shall be counted in determining the maximum number of deployments provided for in any 12 month period covering the month to which it is extended.

3. With regard to requests submitted under section 3014(c) of the Act, a Embarq Pennsylvania retail customer may challenge the action of Embarq Pennsylvania pursuant to section 701 (relating to complaints).

4. Qualifying business or businesses' requests for advanced services submitted by the Department that are provisioned through the Bona Fide Retail Request program shall be processed in accordance with section 3014(c) of the Act and shall be allocated 50% of the maximum number of annual deployments referenced in section 3014 (c)(6). Other requests shall be allocated 50% of the number of such deployments, as further provided in section 3014(d)(5) of the Act.

5. For qualifying business or businesses whose request for advanced services is determined by Embarq Pennsylvania to be better processed outside of the Bona Fide Retail Request program, Embarq Pennsylvania shall make a proposal to the requesting business or businesses to provide the requested advanced or broadband service, and subsequently shall provision such service. Embarq Pennsylvania shall advise the Department and the business or businesses, within 30 days of the date the contract is signed, of the date by which the requested advanced or broadband service will be provided. Such date shall be not later than one year after the date the contract is signed, unless the business or businesses agree to a longer

period, or Embarq Pennsylvania obtains Commission approval of an extension under the same procedure set forth in section 3014 (c)(5).

C. Embarq Pennsylvania shall provide semiannual reports to the Commission and the Department of the number of requests for advanced services received during the reporting period by exchange and the action taken on requests meeting the requirements of section 3014 (c) of the Act.

D. Embarq Pennsylvania's BFRR shall continue through December 31, 2013 or such earlier date as Embarq Pennsylvania achieves 100% broadband availability throughout its service territory.



Bona Fide Retail Request Program

The United Telephone Company of Pennsylvania d/b/a Embarq Pennsylvania ("Embarq Pennsylvania")

Individual Written Request for Advanced Services - Bona Fide Retail Request Program

I, _____ (print name of person or entity), seek advanced services pursuant to the Bona Fide Retail request Program ("BFRR") of Embarq Pennsylvania.

Describe the advanced service requested, including requested speed of service:

Number of lines requested:

Service address for each line (street address, city/town, zip code):

Phone number at service address:

Is local service at this address currently provided by Embarq Pennsylvania: Y / N

Designate name (if applicable):

Contact address (customer or designate) (street address, city/town/ zip code):

Contact phone number (customer or designate):

Contact e-mail:

Please indicate your acceptance of each statement below by placing your initials in the space provided.

Initials: I verify that the information provided above is true and correct to the best of my knowledge.

Initials: I verify that I have the authority to sign on my behalf and /or on behalf of any entity listed above.

Initials: I agree to provide a written notice and update regarding the foregoing information in the event of a change of residence or change in customer account responsibility.

Initials: I understand that to be considered a Bona Fide Retail Request, Embarq Pennsylvania must receive written requests for a minimum of 50 retail access lines, or 25% of retail access lines within a community, whichever is less.

Initials: I commit to subscribe to the requested advanced service for a minimum of one (1) year subject to my agreement to the Company's price and terms.

Embarq Pennsylvania will provide written confirmation of its receipt of this Individual Request For Advanced Services to the contact address indicated above. Within 30 days of receipt of a qualified BFRR (see section I. B. of Embarq Pennsylvania's Plan Description), Embarq Pennsylvania will provide notification, to the contact address indicated above, of the expected date of the availability of the service requested including rates and terms in effect at that time.

Submit this completed and signed form to:

EMBARQ, Bona Fide Retail Request Program, 240 North Third Street, Harrisburg, PA 17101

Signature of customer or authorized designate:

Date: _____

