

AMENDMENT NO. 2
TO THE
INTERCONNECTION AGREEMENT FOR THE STATE OF NEW HAMPSHIRE
BETWEEN
NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC
d/b/a CONSOLIDATED COMMUNICATIONS NNE
AND
TIME WARNER CABLE INFORMATION SERVICES (NEW HAMPSHIRE), LLC
d/b/a TIME WARNER CABLE

This Amendment No. 2 (this "Amendment") shall be deemed effective on the date approved by the New Hampshire Public Utilities Commission or otherwise allowed to go into effect by operation of law (the "Amendment Effective Date") by and between Northern New England Telephone Operations LLC doing business as Consolidated Communications NNE ("Consolidated"), a Delaware limited liability company with offices at 5 Davis Farm Road, Portland, ME 041031, and Time Warner Cable Information Services (New Hampshire), LLC ("TWCIS (NH)"), a Delaware limited liability company with offices at 12405 Powerscourt Drive, St. Louis, MO 63131. Consolidated and TWCIS (NH) may be hereinafter referred to individually as a "Party" and collectively as the "Parties". This Amendment covers only the services addressed herein that Consolidated and TWCIS (NH) provide in their operating territories in the state of New Hampshire.

RECITALS

WHEREAS, Consolidated and TWCIS (NH) are Parties to an interconnection agreement under Sections 251 and 252 of the Communications Act of 1934, as amended (the "Act") effective March 18, 2005 (the "Agreement"); and

WHEREAS, the Federal Communications Commission, in an Order Released November 18, 2011,¹ ("*USF/ICC Transformation Order*") has provided that after July 1, 2018, all Price-Cap Local Exchange Carriers' Non-Access Reciprocal Compensation rates shall be set pursuant to Bill-and-Keep arrangements,² and that it is to be considered a change in law; and

WHEREAS, the Agreement contains a change of law provision that authorizes the Parties to amend the Agreement to comport with the change in law; and

¹ *In the Matter of Connect America Fund A National Broadband Plan for Our Future Establishing Just and Reasonable Rates for Local Exchange Carriers High-Cost Universal Service Support Developing an Unified Intercarrier Compensation Regime Federal-State Joint Board on Universal Service Lifeline and Link-Up Universal Service Reform – Mobility Fund FCC Docket 11-161 Report and Order and Further Notice of Proposed Rulemaking* (November 18, 2011).

² *Id.* at p. 503. See also CFR Part 51, Subpart H, § 51.705(c)(4).

WHEREAS, the Parties desire to amend the Agreement, consistent with the change in law set forth in the *USF/ICC Transformation Order*, under the terms and conditions set forth below.

AMENDMENT TO AGREEMENT

1. The Agreement is amended to incorporate the terms and conditions set forth in this Amendment, all of which shall apply to and be a part of the Agreement (hereinafter referred to as the "Amended Agreement") notwithstanding any other term or condition of the Amended Agreement, a Consolidated Tariff or a Consolidated Statement of Generally Available Terms and Conditions ("SGAT").
2. Notwithstanding any provision to the contrary contained in the Agreement, pursuant to the FCC's Report and Order in WC Docket No. 10-90, etc., FCC No. 11-161 (released November 18, 2011), as of the Amendment Effective Date, Reciprocal Compensation Traffic, including applicable local VoIP-PSTN traffic as defined in the *USF/ICC Transformation Order*, shall be exchanged between TWCIS (NH) and Consolidated on a Bill and Keep basis. Under a Bill and Keep compensation arrangement, each Party retains the revenues it receives from its End User customer, and neither Party pays the other Party for transport or termination of the local traffic that is subject to the Bill and Keep arrangement.
3. Except as expressly set forth herein, the terms and conditions of the Agreement shall remain in full force and effect without change as long as these changes remain the law.

IN WITNESS WHEREOF, the Parties, intending to be legally bound, have executed this Amendment as of the dates set forth below, in multiple counterparts, each of which is deemed an original, but all of which shall constitute one and the same instrument.

Northern New England Telephone
Operations LLC



Signature

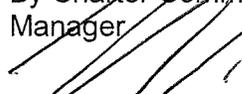
Sarah Davis

Typed or Printed Name

Senior Director – Wholesale Strategies
Title

12/18/2018
Date

Time Warner Cable Information
Services (New Hampshire), LLC
By Charter Communications, Inc., its
Manager



Signature

Michael L. Scanlon

Typed or Printed Name

Vice President – Circuit Operations
Title

11/17/18
Date