
10. PROMOTIONAL OFFERINGS

For a list of promotions which are applicable to Schedule No. 12, see Attachment A at the end of this section.

From time-to-time, Sprint will provide promotional offerings to its subscribers. Such offerings will be limited to certain dates, times and locations. The standard terms and conditions herein shall apply to all promotional Schedule offerings (contained in Sprint Schedule No.11) unless otherwise stated in the individual promotional offering:

Promotional discounts are applied consecutively, beginning with a discount off the base rate and thereafter on the previously discounted rate.

These promotions are available only to business customers, only for commercial use and only at the customer's associated locations.

International promotions shall apply only to service with domestic origination to international locations specified in the promotional Schedule.

These promotions are available for the enrollment period stated in the promotional Schedule unless sooner changed or canceled by Sprint.

Sprint will bill the customer in accordance with the promotional discounts only during the months in which customer complies with all eligibility requirements and other provisions of the promotion. In the event that the customer fails to comply with the eligibility requirements for the applicable promotion, Sprint may discontinue the promotion to the customer and charge the applicable Schedule rates.

Each customer location that has enrolled by the date required in the promotion will receive the promotion benefits for as long as customer's initial location is entitled to receive the promotion benefits. In addition, additional customer associated locations are eligible for the promotional benefit at any time during the promotional benefit period associated with the customer's initial location.

Any promotional discounts, credits or promotional rates are applicable only to the first \$75,000 for Sprint Clarity and \$120,000 for Real Solutions of total net voice usage per month per customer.

Any promotional discounts, credits or promotional rates are applicable only to the first \$10,000 of total net voice usage per month per customer for Business Sense and Sprint Business Flexsm.

10. PROMOTIONAL OFFERINGS (Continued)

For promotions that require the customer to designate Sprint as its "Exclusive Telecommunications Service Provider", that term means: Customer will award Sprint 100% (or any amount as may be specified in the promotional Schedule) of its and its Affiliated Locations' long distance telecommunications service. "Affiliated Locations" for purposes of this paragraph means those locations for which customer either purchases, controls or directs the purchases of long distance telecommunications service on the promotion's effective date. Customer's total volume of long distance telecommunications service will not include: (i) any binding commitments that customer or any of its Affiliated Locations may have with another interexchange carrier on the promotion's effective date; or (ii) service that is routed to another carrier, but only during the period of any Sprint Service outage. The amount of these commitments will be deducted from customer's total amount of long distance telecommunications service when measuring customers' compliance with this provision. If during any month of the term of the promotion, customer fails to award its long distance telecommunications service to Sprint, customer will not receive any further promotional discounts and all subsequent charges for Sprint services will be based upon standard Schedule rates and discounts. In addition, Sprint will bill customer for the promotional discounts received under this promotion during any billing months that Sprint was not customer's "Exclusive Telecommunications Service Provider".

If a Customer's Sprint Service Agreement, upon which any promotion is based, is terminated, Customer shall reimburse Sprint for all promotional credits or discounts received in connection with the promotion enrollment (in addition to the termination liabilities associated with termination of the Service Agreement), unless such termination is permitted without liability as specified in the Service Agreement.

10. PROMOTIONAL OFFERINGS (Continued)**1. VPN Premiere International Promotion**

New customers signing term agreements for Sprint VPN Premiere service may choose from one of the following promotional offerings:

1. A 15% discount off international On-Net to On-Net, On-Net to Off-Net, Off-Net to On-Net and Off-Net to Off-Net VPN Premiere usage to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts for the length of the customer's term agreement; or
2. Two free month's free international VPN Premiere usage to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint VPN Premiere usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint VPN Premiere usage, net of any discounts and promotions.

Each free month discount is limited to no more than 150% of the prior month's international VPN Premiere usage charges to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts. VPN FONCARD usage is not eligible for this promotion.

This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion scheduled herein that applies against VPN Premiere international usage charges.

This promotion will be available to qualified customers until sooner changed or canceled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

2. Real SolutionsSM Customer Rewards Program^{}**

New subscribers to Sprint's Real SolutionsSM service will automatically become participants in the Real SolutionsSM Customer Rewards Program, a program allowing for the accumulation of points which can be redeemed for awards. Awards are not available to employees of Sprint or to accounts which receive any discount other than those specified for Real SolutionsSM subscribers. Participants will earn 1 (one) point per dollar of net usage up to a maximum of 50,000 points per month. Program points are not transferable to any other open account. Award certificates are not replaceable or redeemable for cash, and are void if sold for cash or other consideration. In order to redeem points, the participant's Sprint account must be active and in good standing at the time of redemption. Awards may include office equipment, industry conferences, training courses, etc. All awards are offered subject to any restrictions which may be imposed by Sprint or the supplier of the awards. This program is no longer available to new customers.

^{**} Formerly numbers 5 and 112

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)

3. ITFS Promotion #1*

Beginning April 1, 1995, Sprint will offer new and existing customers who subscribe to FONLINE, The Most for Business or Clarity Switched Service with no term plan and who are billed outside the United States the following promotional offering for Sprint ITFS (International Toll-Free Service). Customers subscribing to this promotion must sign up for one of the following Minimum Monthly Billing Levels and will receive the following discounts associated with the Minimum Monthly Billing Level:

Minimum Monthly Billing Level	Discount
\$ 1,000	20%
\$ 5,000	30%
\$10,000	40%

These discounts will apply to the countries listed below. An "X" indicates the availability of the discounts for each country; if a discount level does not have an "X" in the column, the discount applicable to the next lower discount level with an "X" will apply.

Country	Discount Level		
	20%	30%	40%
Antigua	X	X	X
Bahamas	X	X	X
Barbados	X	X	
Bermuda	X	X	
Bolivia	X	X	X
Brazil	X	X	
Chile	X	X	X
Colombia	X	X	X
Costa Rica	X	X	X
Dominican Rep.	X	X	
Ecuador	X	X	X
El Salvador	X	X	X
Guatemala	X	X	
Nicaragua	X	X	X
Panama	X	X	
Trinidad/Tobago	X	X	
Venezuela	X	X	X

The discount level will be reduced if the customer does not meet the Minimum Monthly Billing Level. This promotion is no longer available to new customers.

* Formerly numbers 13 and 67

10. PROMOTIONAL OFFERINGS (Continued)

4. ITFS Promotion #2*

Beginning April 1, 1995, Sprint will offer new and existing customers who subscribe to Clarity Switched Service with a term plan and who are billed outside the United States the following promotional offering for Sprint ITFS (International Toll-Free Service). Customers subscribing to this promotion must sign up for one of the following Minimum Monthly Billing Levels and will receive the following discounts associated with the Minimum Monthly Billing Level:

<u>Minimum Monthly Billing Level (Term Plan A)</u>	<u>Minimum Monthly Billing Level (Term Plan B)</u>	<u>Discount</u>
\$ 1,000	\$10,000	20%
\$ 5,000	\$15,000	30%
\$10,000	\$20,000	40%

These discounts will apply to the countries listed below. An "X" indicates the availability of the discounts for each country; if a discount level does not have an "X" in the column, the discount applicable to the next lower discount level with an "X" will apply.

Discount Level

Country	20%	30%	40%
Antigua	X		
Bahamas	X	X	X
Barbados	X		
Bermuda	X		
Bolivia	X	X	
Brazil	X		
Chile	X	X	X
Colombia	X		
Costa Rica	X		
Dominican Rep.	X		
Ecuador	X	X	X
El Salvador	X	X	X
Nicaragua	X	X	
Venezuela	X	X	

The discount level will be reduced if the customer does not meet the Minimum Monthly Billing Level. This promotion is no longer available to new customers

* Formerly numbers 14 and 68

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 5 and 6 have been deleted.

7. Sprint Premiere Toll Free Promotion*

New customers signing term agreements for Sprint Premiere Toll Free service may choose from one of the following promotional offerings:

1. A 15% discount off interstate Sprint Premiere Toll Free usage for the length of the customer's term agreement; or
2. Two free month's free interstate Sprint Premiere Toll Free usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint Premiere Toll Free usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint Premiere Toll Free usage, net of any discounts and promotions.

Each free month discount is limited to no more than 150% of the prior month's interstate Sprint Premiere Toll Free usage charges. This promotion is not applicable to usage from non-associated locations. This promotion cannot be combined with any other promotion scheduled herein that applies against Sprint Premiere Toll Free interstate usage charges.

This promotion will be available to qualified customers until sooner changed or cancelled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

* Formerly number 3

10. PROMOTIONAL OFFERINGS (Continued)

8. ITFS Promotion #3*

Beginning April 7, 1995, Sprint will offer new and existing customers who subscribe to FONLINE, The Most for Business or Clarity Switched Service with no term plan and who are billed outside the United States the following promotional offering for Sprint ITFS (International Toll-Free Service). Customers subscribing to this promotion must sign up for one of the following Minimum Monthly Billing Levels and will receive the following discounts associated with the Minimum Monthly Billing Level:

Minimum Monthly Billing Level	Discount
\$ 1,000	20%
\$ 5,000	30%
\$10,000	40%

These discounts will apply to the countries listed below. An "X" indicates the availability of the discounts for each country; if a discount level does not have an "X" in the column, the discount applicable to the next lower discount level with an "X" will apply.

Country	Discount Level		
	20%	30%	40%
Australia	X	X	X
Bahrain	X	X	X
Belgium	X	X	X
China	X	X	X
Cyprus	X	X	
Denmark	X	X	X
Finland	X	X	X
France	X	X	X
Germany	X	X	X
Hong Kong	X	X	X
Indonesia	X	X	
Ireland	X	X	X
Israel	X	X	X
Italy	X	X	X
Japan	X	X	X
Korea (South)	X	X	X
Luxembourg	X	X	X
Malaysia	X	X	X
Netherlands	X	X	X
Netherlands Antilles	X	X	X
New Zealand	X	X	X
Norway	X	X	X
Philippines	X	X	X
Portugal	X	X	X
Saipan	X	X	X
Singapore	X	X	X
South Africa	X	X	X

* Formerly numbers 15 and 69

10. PROMOTIONAL OFFERINGS (Continued)

8. ITFS Promotion #3* (Continued)

Country	Discount Level		
	20%	30%	40%
Spain	X	X	X
Sweden	X	X	X
Switzerland	X	X	X
Taiwan	X	X	X
Thailand	X	X	X
Turkey	X	X	
United Kingdom	X	X	X

The discount level will be reduced if the customer does not meet the Minimum Monthly Billing Level. This promotion is no longer available to new customers.

9. ITFS Promotion #4**

Beginning April 7, 1995, Sprint will offer new and existing customers who subscribe to Clarity Switched Service with a term plan and who are billed outside the United States the following promotional offering for Sprint ITFS (International Toll-Free Service). Customers subscribing to this promotion must sign up for one of the following Minimum Monthly Billing Levels and will receive the following discounts associated with the Minimum Monthly Billing Level:

Minimum Monthly Billing Level (Term Plan A)	Minimum Monthly Billing Level (Term Plan B)	Discount
\$ 1,000	\$10,000	20%
\$ 5,000	\$15,000	30%
\$10,000	\$20,000	40%

These discounts will apply to the countries listed below. An "X" indicates the availability of the discounts for each country; if a discount level does not have an "X" in the column, the discount applicable to the next lower discount level with an "X" will apply.

<u>Country</u>	Discount Level		
	<u>20%</u>	<u>30%</u>	<u>40%</u>
Australia	X	X	X
Bahrain	X	X	
Belgium	X	X	X
China	X	X	X
Cyprus	X	X	X
Denmark	X	X	X
Finland	X	X	X
France	X	X	X

* Formerly numbers 15 and 69

** Formerly numbers 16 and 70

10. PROMOTIONAL OFFERINGS (Continued)

9. ITFS Promotion #4* (Continued)

Discount Level

Country	20%	30%	40%
Germany	X	X	X
Hong Kong	X	X	X
Indonesia	X		
Ireland	X	X	X
Israel	X	X	
Italy	X	X	
Japan	X	X	X
Korea (South)	X	X	
Luxembourg	X	X	
Malaysia	X	X	X
Netherlands	X	X	X
Netherlands Antilles	X	X	X
New Zealand	X	X	X
Norway	X	X	X
Philippines	X	X	
Portugal	X	X	
Saipan	X	X	X
Singapore	X	X	X
South Africa	X	X	X
Spain	X	X	
Sweden	X	X	X
Switzerland	X	X	X
Taiwan	X	X	
Thailand	X		
Turkey	X		
United Kingdom	X	X	X

The discount level will be reduced if the customer does not meet the Minimum Monthly Billing Level. This promotion is no longer available to new customers

Numbers 10 through 16 have been deleted.

* Formerly numbers 16 and 70

10. PROMOTIONAL OFFERINGS (Continued)**17. Business Sense Interstate Discount Promotion #3***

Sprint will offer the following promotion to new Business Sense customers. Sprint will apply a promotional discount to eligible interstate Business Sense usage charges for customers enrolled in this promotion. A 20.17% promotional discount for non-term \$00.00 monthly commitment level customers will be applied to eligible usage. A 32.5% promotional discount for non-term \$50.00 monthly commitment level customers will be applied to eligible usage. A 32.0% promotional discount for 1-year term, \$50.00 monthly commitment level customers will be applied to eligible usage. A 32.0% promotional discount for 2-year term, \$50.00 monthly commitment level customers will be applied to eligible usage. A 27.0% promotional discount for non-term \$200.00 and \$500.00 monthly commitment level customers will be applied to eligible usage. A 26.0% promotional discount for 1-year term, \$200.00 and \$500.00 monthly commitment level customers will be applied to eligible usage. A 28.0% promotional discount for 2-year, \$200.00 and \$500.00 monthly commitment level customers will be applied to eligible usage. A 22.0% promotional discount for non-term, \$750.00 monthly commitment level customers will be applied to eligible usage. A 20.5% promotional discount for 1-year term, \$750.00 monthly commitment level customers will be applied to eligible usage. A 22.5% promotional discount for 2-year term, \$750.00 monthly commitment level customers will be applied to eligible usage. A 27.46% promotional discount for non-term, \$2,000.00 monthly commitment level customers will be applied to eligible usage. A 26.22% promotional discount for 1-year term, \$2,000.00 monthly commitment level customers will be applied to eligible usage. A 25.71% promotional discount for 2-year term, \$2,000.00 monthly commitment level customers will be applied to eligible usage. A 27.46% promotional discount for non-term, \$4,000.00 monthly commitment level customers will be applied to eligible usage. A 26.22% promotional discount for 1-year term, \$4,000.00 monthly commitment level customers will be applied to eligible usage. A 25.71% promotional discount for 2-year term, \$4,000.00 monthly commitment level customers will be applied to eligible usage. The promotional discount will apply for the life of the customer's term plan agreement for Business Sense Term Plan customers and will apply for 12 billing months for non-term Business Sense customers. Each promotional discount will be applied on a per minute basis, with the rates rounded to the nearest whole cent. Eligible usage under this promotion includes interstate outbound, inbound and calling card (associated with an outbound account) usage.

This promotion cannot be combined with the "Super Value Promotion" . Service must be installed within one month after the promotion is ordered. Switched Data Service usage is not included. This promotion is no longer available to new customers.

* Formerly number 100

10. PROMOTIONAL OFFERINGS (Continued)

18. Switch to Sprint Business Sense Promotion*

Beginning December 18, 1995, Sprint will offer to former Basic Business Telephone customers subscribing to Sprint Business Sense service under the non-term \$0.00 Minimum Monthly Commitment Level, the following rates and/or discounts, as applicable:

<u>Call Type</u>	<u>Rate</u>
Dial 1 Business Sense Interstate Outbound	\$0.145 in lieu of the rate listed in Section 7.3.1
Interstate Toll Free Business Sense Inbound	\$0.145 in lieu of the rate listed in Section 7.3.2
FONCARD Business Sense Interstate Outbound	\$0.145 in lieu of the rate listed in Section 7.3.1
Dial 1 Business Sense International Outbound	A 5% discount off the rates in Section 8.12.1.1(a) will apply. The discount will be applied on a per minute basis.

All other rates, terms and conditions Scheduled herein for Business Sense service shall apply. This promotion is available only to former Basic Business Telephone customers in Indiana and Illinois converting to Sprint's Business Sense non-term \$0.00 minimum monthly commitment level service. This promotion cannot be combined with any other Business Sense promotion offering usage discounts. The promotional discounts herein will apply until Sprint cancels this promotion. This promotion is no longer available to new customers.

19. Sprint Premiere Toll Free Domestic Promotion**

New customers signing term agreements for Sprint Premiere Toll Free service may choose from one of the following promotional offerings:

1. A 15% discount off domestic Sprint Premiere Toll Free usage for the length of the customer's term agreement; or
2. Two free month's free domestic Sprint Premiere Toll Free usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint Premiere Toll Free usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint Premiere Toll Free usage, net of any discounts and promotions. The total dollar amount of the discount will be credited against the customer's interstate usage and will not exceed such usage.

Each free month discount is limited to no more than 150% of the prior month's domestic Sprint Premiere Toll Free usage charges. This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion Scheduled herein that applies against Sprint Premiere Toll Free domestic usage charges.

This promotion will be available to qualified customers until sooner changed or cancelled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

* Formerly number 105

** Formerly number 5

10. PROMOTIONAL OFFERINGS (Continued)

20. Real SolutionsSM Annual, Sprint Voice Solutions and Sprint Voice VPN SolutionsSM Toll Free Waiver Promotion*

Customers subscribing to Sprint's Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions may receive one or more of the following promotional waivers of non-recurring (NRC) or monthly recurring charges (MRCs):

- o A waiver of the installation charges for the following applicable toll free service features: Area Code Routing, Area Code Selection, Area Code/Exchange Routing, Area Code/Exchange Selection, Call Allocation, Day of Week Routing, Day of Year Routing, DNIS, Real-Time ANI Delivery Service and Time of Day Routing (Section 6.2.4);
- o A waiver for six months of the MRCs for the following toll free features: Enhanced Routing (4-12 routing plans), Route Advance (Off-Net) and Route Advance (On-Net) (Section 6.2.4);

These promotional waivers will be available for sign-up through March 31, 2003, unless this promotion is changed or cancelled by Sprint.

21. Business Sense Interstate Discount Promotion #2**

From time to time, Sprint will offer the following promotion to existing Business Sense customers. Sprint will apply a promotional discount to eligible interstate Business Sense usage charges for customers enrolled in this promotion. A 20% promotional discount will be applied to eligible usage for non-term customers. A 21% promotional discount will be applied to eligible usage for 1-year term customers. A 23% promotional discount will be applied to eligible usage for 2-year term customers. This promotion is available to existing Business Sense \$25.00 and \$100.00 minimum monthly commitment level customers only. The promotional discount will apply for the life of the customer's term plan agreement for Business Sense Term Plan customers and will apply for 12 billing months for non-term Business Sense customers. Each promotional discount will be applied on a per minute basis, with the rates rounded to the nearest whole cent. Eligible usage under this promotion includes interstate outbound, inbound and calling card (associated with an outbound account) usage. Switched Data Service usage is not included. This promotion shall remain in effect until sooner changed or cancelled by Sprint.

Numbers 22 through 27 have been deleted.

* Formerly number 118

** Formerly number 119

10. PROMOTIONAL OFFERINGS (Continued)28. Sprint Clarity Outbound and Toll Free Promotion*

New customers signing term agreements for Sprint Clarity Outbound and Toll Free service may choose from one of the following promotional offerings:

1. A 15% discount off interstate Sprint Clarity outbound and Toll Free usage for the length of the customer's term agreement; or
2. Two free month's free interstate Sprint Clarity and Toll Free usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint Clarity usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint Clarity usage, net of any discounts and promotions.

Each free month discount is limited to no more than 150% of the prior month's interstate Sprint Clarity outbound and toll free usage charges. This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion Scheduled herein that applies against Sprint Clarity outbound and toll free interstate usage charges.

This promotion is no longer available to new customers. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

Numbers 29 and 30 have been deleted.

31. Sprint Real Solutions VPNSM Discount Promotion #1**

Beginning April 1, 2000, new Sprint Real Solutions VPNSM customers who enroll in a Sprint Real Solutions VPNSM 2 or 3 year term plan and commit to at least the \$120,000 Minimum Annual Commitment level may be eligible to receive a promotional discount of 10% on their interstate Sprint Real Solutions VPNSM voice service usage charges. This promotional discount will be offered in cases where Sprint believes that the existing customer or prospective customer will accept a competitor's offer in the absence of further inducement from Sprint to subscribe to, or remain subscribed to, Sprint Real Solutions VPNSM services.

The 10% promotional discount is calculated after all standard Schedule discounts, if any, have been applied. Customers with Minimum Annual Commitment levels less than \$300,000 must designate Sprint as their "Exclusive Telecommunications Service Provider." Customers with Minimum Annual Commitment levels equal to or greater than \$300,000 must designate Sprint as their "Primary Telecommunications Service Provider" and, as such, award Sprint at least 90% of their long distance communications services.

* Formerly number 212

** Formerly number 6

10. PROMOTIONAL OFFERINGS (Continued)**31. Sprint Real Solutions VPNSM Discount Promotion #1* (Continued)**

At any time subsequent to a customer's enrollment in this promotion, such customer may add any of its associated locations which shall be eligible to receive this promotion for a period of time that is coterminous with customer's Sprint Real Solutions VPNSM term plan. Customers' initial switched location must be activated by April 30, 2001 and customers' initial dedicated location must be activated by May 31, 2001. This promotion shall expire March 31, 2001, unless sooner canceled or changed by Sprint.

32. Sprint Real Solutions VPNSM Discount Promotion #2**

Beginning April 1, 2000, new Sprint Real Solutions VPNSM customers who enroll in a Sprint Real Solutions VPNSM 2 or 3 year term plan and commit to at least the \$120,000 Minimum Annual Commitment level may be eligible to receive a promotional discount of 10% on their international Sprint Real Solutions VPNSM voice service usage charges. This promotional discount will be offered in cases where Sprint believes that the existing customer or prospective customer will accept a competitor's offer in the absence of further inducement from Sprint to subscribe to, or remain subscribed to, Sprint Real Solutions VPNSM services.

The 10% promotional discount is calculated after all standard Schedule discounts, if any, have been applied. Customers with Minimum Annual Commitment levels less than \$300,000 must designate Sprint as their "Exclusive Telecommunications Service Provider."

Customers with Minimum Annual Commitment levels equal to or greater than \$300,000 must designate Sprint as their "Primary Telecommunications Service Provider" and, as such, award Sprint at least 90% of their long distance communications services.

At any time subsequent to a customer's enrollment in this promotion, such customer may add any of its associated locations which shall be eligible to receive this promotion for a period of time that is coterminous with customer's Sprint Real Solutions VPNSM term plan. Customers' initial switched location must be activated by April 30, 2001 and customers' initial dedicated location must be activated by May 31, 2001. This promotion shall expire March 31, 2001, unless sooner canceled or changed by Sprint.

33. Sprint Real Solutions VPNSM Discount Promotion #3@

Beginning April 1, 2000, new Sprint Real Solutions VPN customers who enroll in a Sprint Real Solutions VPN 2 or 3 year term plan and commit to at least the \$120,000 Minimum Annual Commitment Level may be eligible to receive a promotional discount of 10% on their intrastate Sprint Real Solutions VPN voice service usage charges (which discount is applied against customer's interstate and international usage charges as described below). This promotional discount will be offered in cases where Sprint believes that the existing customer or prospective customer will accept a competitor's offer in the absence of further inducement from Sprint to subscribe to, or remain subscribed to, Sprint Real Solutions VPN services.

* Formerly number 212

** Formerly number 213

@ Formerly number 214

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)

33. Sprint Real Solutions VPNSM Discount Promotion #3* (Continued)

The 10% promotional discount is calculated after all standard Schedule discounts, if any, have been applied and application of this discount may not result in discounts that exceed customer's total interstate and international usage charges invoiced during any billing month. Customers with Minimum Annual Commitment levels less than \$300,000 must designate Sprint as their "Exclusive Telecommunications Service Provider." Customers with Minimum Annual Commitment levels equal to or greater than \$300,000 must designate Sprint as their "Primary Telecommunications Service Provider" and, as such, award Sprint at least 90% of their long distance communications services.

At any time subsequent to a customer's enrollment in this promotion, such customer may add any of its associated locations which shall be eligible to receive this promotion for a period of time that is coterminous with customer's Sprint Real Solutions VPN term plan. Customers' initial switched location must be activated by April 30, 2001 and customers' initial dedicated location must be activated by May 31, 2001. This promotion shall expire March 31, 2001, unless sooner canceled or changed by Sprint.

34. Sprint 10% Discount Promotion

Sprint business customers may qualify to receive a 10% discount on their long distance usage. In order to qualify to receive this promotion a customer must: 1) be a Sprint/DISCOVER or Sprint/Pitney-Bowes Affinity Member Benefit Program participant and 2) contact Sprint in response to advertisement or direct mail literature. In addition, the customer must subscribe to a Sprint Business Flex With All Calls All Day service. The customer will receive a 10% discount off all in-state and state-to-state minutes of use. The 10% discount will be given to the customer on their Sprint long distance invoice. A customer will receive the discount as long as they remain subscribed to Sprint or until such time as Sprint may cancel the benefits of this promotion. This promotion is available for subscription through September 30, 2002.

20011290, 20011312

Number 35 has been deleted.

36. ISDN PRI Installation Waiver Promotion**

New and existing Business Flex 500 Advanced customers who are currently enrolled in or sign a new Business Flex 500 Advanced 1 or 2 year term plan and who install new ISDN PRI channels prior to September 30, 2002, and Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions and Sprint Voice Solutions customers who are currently enrolled in or sign a new Real Solutions Option A 1, 2, or 3 year term, Real Solutions Annual 1, 2, or 3 year term plan, Sprint Voice VPN Solutions 2, or 3 year term or Sprint Voice Solutions 1, 2 or 3 year term plan and who install new ISDN PRI channels prior to September 30, 2003 will receive a waiver of the ISDN PRI D Channel installation non-recurring charges in an amount not to exceed \$2,000 per ISDN PRI D Channel installed. This promotion will expire June 30, 2003, unless sooner changed or canceled by Sprint.

* Formerly number 214
** Formerly number 219

10. PROMOTIONAL OFFERINGS (Continued)37. ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #1*

New and existing Business Flex 500 Advanced customers who are currently enrolled in or sign a new Business Flex 500 Advanced 1 or 2 year term plan prior August 31, 2002, and new and existing Real Solutions customers who enroll in a new Real Solutions Option A, Real Solutions Annual, or Sprint Voice VPN Solutions term plan prior to August 31, 2002, and order ISDN PRI are eligible to receive a promotional discount on the ISDN PRI D Channel Monthly Recurring Charge ("MRC"). Eligible Business Flex 500 Advanced, Real Solutions Option A, Real Solutions Annual or Sprint Voice VPN Solutions customers will receive a 33% discount on the ISDN PRI D Channel MRC in an amount not to exceed \$99 per ISDN PRI D Channel for the length of the customer's term plan. This promotion cannot be combined with the "ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #2". This promotion will expire August 31, 2002.

38. ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #2**

New and existing Business Flex 500 Advanced customers who are currently enrolled in or sign a new Business Flex 500 Advanced 1 or 2 year term plan prior to August 31, 2002, and new and existing Real Solutions customers who enroll in a new Real Solutions Option A, Real Solutions Annual or Sprint Voice VPN Solutions Term plan prior to August 31, 2002, and order ISDN PRI are eligible to receive a promotional discount on the ISDN PRI D Channel Monthly Recurring Charge ("MRC"). Eligible Business Flex Advanced 500, Real Solutions Option A, Real Solutions Annual or Sprint Voice VPN Solutions customers will receive a 66% discount on the ISDN PRI D Channel MRC in an amount not to exceed \$198 per ISDN PRI D Channel for the length of the customer's term plan. This promotion cannot be combined with the "ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #1." This promotion will expire August 31, 2002.

39. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1)***

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge and the T-1 or DAL local access line installation (non-recurring) charge the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Sprint Clearline Voiceband, Sprint Clearline DDS, Sprint Clearline 1.5, Sprint Clearline 45 Service, or Sprint Fractional Clearline 1.5 Service.

* Formerly number 220

** Formerly number 221

*** Formerly number 223

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)**39. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1)* (Continued)**

For T-1 local access lines, customer must also enroll in a one, two, three, four, or five year Access Term Plan. For T-3 local access lines, customer must enroll also in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Sprint-provided access only and is not available for Customer-provided access, Sprint-coordinated vendor billed access or co-located access. The orders for new service must be activated by July 31, 2003. This promotion will expire on June 30, 2003, unless sooner changed or canceled by Sprint.

40. Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2)**

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge if the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Sprint Clearline Voiceband, Sprint Clearline DDS, Sprint Clearline 1.5, Sprint Clearline 45 Service, or Sprint Fractional Clearline 1.5 Service. For T-1 local access lines, customer must enroll also in a one, two, three, four, or five year Sprint Access Term Plan. For T-3 local access lines, customer must enroll also in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Customer-provided access only and is not available for Sprint-provided access, Sprint-coordinated vendor billed access or Co-located access. The orders for new service must be activated by July 31, 2003. This promotion will expire on June 30, 2003, unless sooner changed or canceled by Sprint.

* Formerly number 223

** Formerly number 224

10. PROMOTIONAL OFFERINGS (Continued)**41. Access Coordination Fee ("ACF") Monthly Recurring Charge ("MRC") Waiver (Access Promotion No. 3)***

New and existing Sprint customers are eligible to receive a waiver of the Access Coordination Fee monthly recurring charge if the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Clearline Voiceband, Clearline DDS, Clearline 1.5 or Fractional Clearline 1.5 Service.

For T-1 local access lines, customer must also enroll in a one, two, three, four, or five year Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring ACF charges. The ACF monthly recurring charge will be waived for the duration of the Access Term Plan if T-1 and (ii) for the duration of the existing underlying Sprint Service agreement if DAL. This promotion is not available for Co-located access. The orders for new service must be activated by July 31, 2003. This promotion will expire on June 30, 2003, unless sooner changed or canceled by Sprint.

Number 42 has been deleted.

43. Sprint Clarity International Outbound and Toll Free Promotion**

New customers signing term agreements for Sprint Clarity service may choose from one of the following promotional offerings:

1. A 15% discount off Sprint Clarity international outbound and toll free usage to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts for the length of the customer's term agreement; or
2. Two month's free Sprint Clarity international outbound and toll free usage to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint Clarity usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint Clarity usage, net of any discounts and promotions.

* Formerly number 225

** Formerly number 9

10. PROMOTIONAL OFFERINGS (Continued)43. Sprint Clarity International Outbound and Toll Free Promotion* (Continued)

Each free month discount is limited to no more than 150% of the prior month's Sprint Clarity international outbound and toll free usage charges to the countries listed in Section 2.1 of Schedule No. 2 as eligible for promotional discounts. Sprint Clarity FONCARD usage is not eligible for this promotion. This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion Scheduled herein that applies against Sprint Clarity international outbound and toll free usage charges.

This promotion is no longer available to new customers. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

Numbers 44 through 48 have been deleted.

49. Sprint Clarity Outbound and Toll Free Domestic Promotion* *

New customers signing term agreements for Sprint Clarity Outbound and Toll Free service may choose from one of the following promotional offerings:

1. A 15% discount off domestic Sprint Clarity outbound and toll free usage for the length of the customer's term agreement; or
2. Two free month's free domestic Sprint Clarity and toll free usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint Clarity usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint Clarity usage, net of any discounts and promotions. The total dollar amount of the discount will be credited against the customer's interstate usage and will not exceed such usage.

Each free month discount is limited to no more than 150% of the prior month's domestic Sprint Clarity outbound and toll free usage charges. This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion Scheduled herein that applies against Sprint Clarity outbound and toll free interstate usage charges.

This promotion will be available to qualified customers until sooner changed or cancelled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

* Formerly number 9

** Formerly number 10

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 50 through 53 have been deleted.

54. VPN Premiere Domestic Promotion*

New customers signing term agreements for Sprint VPN Premiere service may choose from one of the following promotional offerings:

1. A 15% discount off domestic On-Net to On-Net, On-Net to Off-Net, Off-Net to On-Net and Off-Net to Off-Net VPN Premiere usage for the length of the customer's term agreement; or
2. Two free month's free domestic VPN Premiere usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint VPN Premiere usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint VPN Premiere usage, net of any discounts and promotions. The total dollar amount of the discount will be credited against the customer's interstate usage and will not exceed such usage.

Each free month discount is limited to no more than 150% of the prior month's domestic VPN Premiere usage charges. VPN FONCARD usage is not eligible for this promotion. This promotion is not applicable to usage from non-associated locations. Unless otherwise expressly stated, this promotion cannot be combined with any other promotion Scheduled herein that applies against VPN Premiere domestic usage charges.

This promotion will be available to qualified customers until sooner changed or cancelled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

* Formerly number 11

10. PROMOTIONAL OFFERINGS (Continued)

Number 55 has been deleted.

56. VPN Premiere Promotion

New customers signing term agreements for Sprint VPN Premiere service may choose from one of the following promotional offerings:

1. A 15% discount off interstate On-Net to On-Net, On-Net to Off-Net, Off-Net to On-Net and Off-Net to Off-Net VPN Premiere usage for the length of the customer's term agreement; or
2. Two free month's free interstate VPN Premiere usage during each complete year of the customer's term agreement. The credits will be issued in months mutually agreed upon by the customer and Sprint.

To be eligible for either of these offerings, the customer must agree to a Minimum Annual Commitment of \$600,000 (or a Minimum Monthly Commitment of \$50,000) in Sprint VPN Premiere usage charges. If the customer fails to satisfy the Minimum Commitment, in addition to all other applicable charges, the customer will be billed the shortfall between \$600,000 per year on each yearly anniversary (or \$50,000 per month, as the case may be) and the customer's actual annual Sprint VPN Premiere usage, net of any discounts and promotions.

Each free month discount is limited to no more than 150% of the prior month's interstate VPN Premiere usage charges. VPN FONCARD usage is not eligible for this promotion. This promotion is not applicable to usage from non-associated locations. This promotion cannot be combined with any other promotion scheduled herein that applies against VPN Premiere interstate usage charges.

This promotion will be available to qualified customers until sooner changed or cancelled by Sprint. Customer agreements must be signed and returned to Sprint in order to qualify for this promotion. Switched service must be installed within one month and dedicated service must be installed within three months after the promotion is ordered.

Numbers 57 through 59 have been deleted.

* Formerly number 12

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)**60. Business Sense Interstate Win Back Promotion***

Beginning August 1, 1998, former Sprint business customers, who are currently presubscribed to another interexchange carrier and who make Sprint their presubscribed interexchange carrier may be eligible to receive a promotional per minute rate on their interstate inbound and interstate outbound Business Sense voice service usage. In order to be eligible for this promotion customers must: (i) have previously been enrolled in Business Sense, The Most For Business, Business Clout, Business MTS, Business Sprint Plus, Sprint Day Plus or Sprint World; (ii) change their interexchange presubscription back to Sprint by enrolling in a Business Sense term or non-term plan and (iii) designate Sprint as their Exclusive Telecommunications Service Provider. The Business Sense \$0 commitment level term or non-term customer will receive a promotional per minute rate of \$0.12 until their non-term Business Sense service is terminated starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion. Business Sense \$50 and \$200 commitment level term or non-term customers will receive a promotional per minute rate of \$0.11 for the length of their term plans including any automatic renewals starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion. Business Sense \$500, \$750, \$2,000 and \$4,000 commitment level term or non-term customers will receive a promotional per minute rate of \$0.10 for the length of their term plans including any automatic renewals starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion. The promotional per minute rate is in lieu of standard Scheduled rates and discounts. This rate may change from time to time, and the changed rate will apply to all participants of this promotion. Upon expiration of the benefits of this promotion, the customer will then receive the interstate per minute rate associated with the customer's underlying Business Sense service. The promotional rate received under this promotion cannot be combined with any other promotion herein offering interstate discounts including but not limited to the "Business Sense Interstate Discount Promotion #3", the "Business Sense Interstate Flat Rate Promotion #3", the "Business Sense Basic Interstate Flat Rate Retention Promotion" or the "Business Sense Credit Promotion #13." This promotion is available for enrollment through March 31, 1999, unless sooner changed or canceled by Sprint.

* Formerly number 245

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 61 through 68 have been deleted.

69. Sprint Business FlexSM 50 and Sprint Business FlexSM 500 Introductory Discounted Interstate Rate Promotion*

Sprint will provide introductory interstate Dial-1, FONCARD and toll free usage rates to all existing and new Sprint Business Flex 50, Sprint Business Flex 50 - International Option A, Sprint Business Flex 500, and Sprint Business Flex 500 - International Option A subscribers as described herein.

In order to be eligible for the introductory interstate discounted rates, customers must subscribe to service by March 31, 2001, unless sooner changed or canceled by Sprint. The subscriber will receive the discounted rates for the duration of their Sprint Business Flex agreements.

In lieu of the interstate rates in Sections 13.3.1.1 and 13.3.1.2, the following interstate usage rates will apply to Sprint Business Flex 50 and Sprint Business Flex 50 - International Option A subscribers:

<u>Non-Term Plan</u>		<u>All Other Term Plans</u>	
Dial-1	\$0.1080	Dial-1	\$.1040
FONCARD	\$0.1080	FONCARD	\$.1040
Toll Free	\$0.1080	Toll Free	\$.1040

In lieu of the interstate rates in Sections 13.3.2.1 and 13.3.2.2, the following interstate usage rates will apply to Sprint Business Flexsm 500 and Sprint Business Flexsm 500 - International Option A subscribers:

<u>Non-Term Plan</u>		<u>All Other Term Plans</u>	
Dial-1	\$0.1010	Dial-1	\$.0970
FONCARD	\$0.1010	FONCARD	\$.0970
Toll Free	\$0.1010	Toll Free	\$.0970

All other rates, terms and conditions of the customer's underlying service will apply. These introductory interstate usage rates will be available through March 31, 2001, unless sooner changed or canceled by Sprint.

Numbers 70 through 73 have been deleted.

* Formerly number 257

10. PROMOTIONAL OFFERINGS (Continued)**74. Business Sense Basic Interstate Flat Rate Retention Promotion***

Beginning April 1, 1999 existing Business Sense customers subscribed to a Business Sense term or non-term plan who contact Sprint to indicate that they are switching to another long distance provider or existing Business MTS, Business Sprint Plus, Business Sprint Day Plus, Business Sprint World, Clout or The Most for Business customers switching to Business Sense may be eligible to receive a promotional per minute rate on their interstate inbound and interstate outbound Business Sense voice service usage. In order to be eligible for this promotion, the existing Business Sense customer must: contact Sprint to notify Sprint of the customer's intention to switch long distance provider; (ii) receive a description at time of contact with Sprint of the Business Sense Basic Interstate Flat Rate Retention Promotion and be offered the promotion; (iii) request to be enrolled in this promotion; and (iv) have been a Sprint business customer for at least 90 consecutive days immediately prior to contacting Sprint. In order to be eligible for this promotion, the existing Business MTS, Business Sprint Plus, Business Sprint Day Plus, Business Sprint World, Clout or the Most for Business customer must: have averaged at least \$50.00 in total monthly usage under the customer's current Sprint business service; (ii) subscribe to a term or non-term Business Sense plan; and (iii) have been a Sprint business customer for at least 90 consecutive days immediately prior to contacting Sprint. Business Sense \$0 commitment level non-term customers will receive a promotional per minute rate of \$0.12, starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion by contacting Sprint to request such promotional rate, and continuing until their non-term Business Sense service is terminated.

A per minute rate of \$0.095 for the length of their term plans including any automatic renewals, starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion by contacting Sprint to request such promotional rate. The promotional per minute rate is in lieu of standard Scheduled rates and discounts. This rate may change from time to time, and the changed rate will apply to all participants of this promotion. Upon expiration of the benefits of this promotion, the customer will then receive the interstate per minute rate associated with the customer's underlying Business Sense service. In order to be eligible for this promotion, customer must designate Sprint as its "Exclusive Telecommunications Service Provider". The promotional rate received under this promotion cannot be combined with any other promotion herein offering interstate discounts including but not limited to the "Business Sense Interstate Discount Promotion #3", the Business Sense Interstate Flat Rate Promotion #3, the Business Sense Interstate Win Back Promotion or the Business Sense Credit Promotion #13. This promotion is available for enrollment through June 30, 2001, unless sooner changed or canceled by Sprint.

* Formerly number 264

10. PROMOTIONAL OFFERINGS (Continued)75. Business Sense Interstate Win Back Promotion*

Beginning April 13, 1999, former Sprint business customers, who are currently presubscribed to another interexchange carrier and who make Sprint their presubscribed interexchange carrier may be eligible to receive a promotional per minute rate on their interstate inbound and interstate outbound Business Sense voice service usage. In order to be eligible for this promotion customers must: have previously been enrolled in Business Sense, The Most For Business, Business Clout, Business MTS, Business Sprint Plus, Sprint Day Plus or Sprint World; (ii) must change their interexchange presubscription back to Sprint by enrolling in a Business Sense term or non-term plan and (iii) must designate Sprint as their "Exclusive Telecommunications Service Provider". Business Sense \$0 commitment level non-term customers will receive a promotional per minute rate of \$0.12 starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion and continuing until their non-term Business Sense service is terminated. The promotional per minute rate is in lieu of standard Scheduled rates and discounts. This rate may change from time to time, and the changed rate will apply to all participants of this promotion. Upon expiration of the benefits of this promotion, the customer will then receive the interstate per minute rate associated with the customer's underlying Business Sense service. The promotional rate received under this promotion cannot be combined with any other promotion herein offering interstate discounts including but not limited to the Business Sense Interstate Discount Promotion #3 the Business Sense Interstate Flat Rate Promotion #3, the Business Sense Basic Interstate Flat Rate Retention Promotion or the Business Sense Credit Promotion #13 herein. This promotion is available for enrollment through June 30, 2001, unless sooner changed or canceled by Sprint.

76. Real Solutions, Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion**

Sprint may offer the following promotion to new Sprint Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions customers signing term agreements. In lieu of the requirement in Sprint Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions that the customer award Sprint 100% of its and its Affiliates' long distance communications service, Sprint will offer the following:

Customer will award Sprint at least 85% of its and its Affiliates' long distance communications service. Customer must sign a Sales Agreement in order to be eligible for this promotion. This promotion applies for the length of the customer's term.

This promotion will be available to qualified customers until March 31, 2003.

* Formerly number 265

** Formerly number 266

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 77 through 81 have been deleted.

82. Business Sense Authorized Retailer Promotion*

Beginning April 1, 2000, new customers subscribing to Business Sense non-term \$50 minimum monthly commitment level service through certain Sprint-authorized retailers, including but not limited to Staples The Office Superstore, may be eligible to receive a promotional per minute rate on their interstate inbound, outbound and FONCARD Business Sense voice service usage and a 20% discount on their international Business Sense voice service usage. In order to be eligible for this promotion, new customers: must switch their interexchange presubscribed carrier to Sprint by enrolling in Business Sense non-term \$50 minimum monthly commitment level service through certain Sprint-authorized retailers, and (ii) must designate Sprint as their Exclusive Telecommunications Service Provider. This promotion is available as well to existing Business Sense customers or customers of Staples The Office Superstore if such customer calls Sprint to request enrollment in Business Sense non-term \$50 commitment level service under this promotion. Business Sense \$50 commitment level non-term customers will receive a promotional per minute interstate rate of \$0.10 and a 20% discount on international voice usage starting with the customer's next available billing invoice following the date upon which the customer enrolls in this promotion and continuing until the customer's Sprint Business Sense non-term \$50 minimum monthly commitment level service is terminated. The promotional per minute interstate rate and 20% international discount are in lieu of standard Scheduled rates and discounts. This rate or discount may change from time to time. Customer's initial location must be activated by October 31, 2000. The promotional rate and international discount received under this promotion cannot be combined with any other promotion herein offering interstate or international discounts including but not limited to the "Business Sense Credit Promotions, the "International Savings Promotion III, Business Sense Interstate Discount Promotion #3", the Business Sense Interstate Flat Rate Promotion #3, the Business Sense Basic Interstate Flat Rate Retention Promotion or the Business Sense Credit Promotion #13. This promotion is available for enrollment through December 31, 2000, unless sooner changed or canceled by Sprint.

83. (Interstate 60) Competitive Response Promotion**

Sprint may offer the following promotion to new Sprint Real Solutions Annual and Sprint Real Solutions VPN Services customers. This promotion is available only in response to a competitor's offer. Sprint Real Solutions Annual and Sprint Real Solutions VPN Services customers may receive a: (1) 52% discount on their (a) Interstate Sprint Real Solutions Annual switched outbound, inbound, FONCARD, and SDS service usage; or (b) Interstate Sprint Real Solutions VPN outbound (Off-Net to Off-Net only), switched inbound, switched SDS, and FONCARD to Off-Net service usage; and (2) 46% discount on their: (a) Interstate Sprint Real Solutions Annual dedicated outbound, inbound, and SDS service usage; or (b) Interstate Sprint Real Solutions VPN outbound (On-Net to Off-Net and Off-Net to On-Net only), dedicated inbound, dedicated SDS, and FONCARD to On-Net service usage. Customer must sign a 1- (Sprint Real Solutions Annual only), 2- or 3-year term agreement for Sprint Real Solutions Annual or Sprint Real Solutions VPN Services with a minimum annual commitment level of at least \$12,000 for Sprint Real Solutions Annual or \$120,000 for Sprint Real Solutions VPN in order to be eligible for this promotion. Customer's initial switched locations must be activated by October 31, 2001. Customer's initial dedicated locations must be activated by December 31, 2001. Customers will receive the benefits of this promotion for the remainder of their Sprint Real Solutions Annual or Sprint Real Solutions VPN Term Plan. This promotion is not eligible with Affinity discounts or any other offer discounting interstate usage. This promotion is not available to customers subscribing to Real Solutions Annual service under Section 6.5.4 herein. This promotion is available for enrollment through September 30, 2001, unless sooner changed or cancelled by Sprint.

* Formerly number 278

** Formerly number 280

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 84 to 87 have been deleted.

88. Domestic Enhanced Frame Relay Promotion*

Beginning August 1, 2000, Sprint will offer the following promotion to: (1) new or existing Sprint customers that sign a new Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay term agreement with a minimum 1 year order term; (2) existing Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, or Domestic Sprint Frame Relay (Burst Express or Burst Express Plus) customers that order additional Domestic Sprint Enhanced Frame Relay Relay, Domestic IP Intelligent Frame Relay, or Domestic Sprint Frame Relay ports or PVCs/IPVCs with a minimum 1 year order term; and (3) existing Domestic Sprint Frame Relay customers, with not more than 1, 3, or 5 months remaining on, respectively, a 1, 2, or 3-year term agreement, that sign a new Domestic Sprint Enhanced Frame Relay Relay or Domestic IP Intelligent Frame Relay term agreement with a minimum 1 year order term.

Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, and Domestic Sprint Frame Relay customers will receive a combined Standard Schedule Term and Volume Discount in the applicable amount from the table below off the applicable standard Schedule rate for Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay port and PVC/IPVC monthly recurring charges, based on Customer's Term and Minimum Monthly Commitment.

Minimum Monthly Commitment	Term				
	1yr	2yr	3yr	4yr	5yr

\$ 0 - 1,999	7%	9%	11%	13%	15%
\$ 2,000 - 4,999	8%	10%	12%	14%	16%
\$ 5,000 - 9,999	10%	12%	14%	16%	18%
\$ 10,000 - 17,999	14%	15%	17%	19%	22%
\$ 18,000 - 24,999	15%	17%	20%	22%	26%
\$ 25,000 - 49,999	16%	19%	23%	25%	28%
\$ 50,000 +	18%	20%	26%	28%	30%

This promotion will continue for the remainder of the customer's Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, or Domestic Sprint Frame Relay term agreement. This promotion may not be combined with the Domestic Sprint Enhanced Frame Relay Promotion or with any other promotion offering MRC discounts on Sprint frame relay services. This promotion does not apply to Domestic Sprint Enhanced Frame Relay port speeds of 56 kbps, 128 kbps or 256 kbps. This promotion is only available in the 48 contiguous states of the United States, the District of Columbia, and Hawaii. This promotion may be used only by Sprint Business customers for commercial use. This promotion is available for enrollment through September 30, 2002, unless sooner changed or canceled by Sprint. Customer's participating sites must be activated by December 31, 2002.

Numbers 89 through 94 have been deleted.

* Formerly number 288

10. PROMOTIONAL OFFERINGS (Continued)95. Sprint Business Flex Interstate Competitive Response Promotion #2*

Beginning October 16, 1999, Sprint may offer the following promotion to new Sprint Business Flex 50 Local Telephone Option ('13.3.1.7.2 herein) customers only in response to a competitor's offer.

Sprint Business Flex 50 Local Telephone Option customers may receive a 20% discount on their interstate switched Direct Dial-1, Toll Free, FONCARD, Mobile Phone and SDS usage. This discount is applied to the Customer's net monthly Sprint Business Flex 50 usage charges after any volume discounts have been applied. A maximum monthly discount of \$5,000 will apply. Customer's initial switched locations must be activated by October 31, 2000.

Sprint Business Flex 50 Local Telephone Option Customers will receive the benefits of this promotion for as long as the customer remains both a Sprint Local Telephone and Sprint Business Flex 50 Local Telephone Option customer. This promotion cannot be combined with any other promotion herein offering interstate discounts including, but not limited to, the "Sprint Business Flex EarthLink Sprint TotalAccess MRC Waiver Promotion, the "EarthLink Sprint TotalAccess MRC Waiver Promotion and the "Sprint Business Flex CompUSA Promotion. This promotion is available for enrollment through September 30, 2000, unless sooner changed or cancelled by Sprint.

Numbers 96 and 97 have been deleted.

98. Real Solutions Business Environment Promotion**

Sprint may offer the following promotion to: (1) new Sprint customers that sign a Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement; or (2) existing Sprint customers who sign a new Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement. The following provisions will apply to an eligible customer's Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement:

- (1) If a customer cannot meet its Minimum Annual Commitment (MAC) because the customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond customer's control, Sprint may allow the customer to reduce its MAC to an existing Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions MAC level that is commensurate with the resulting reduction in usage charges. The customer will receive the rates associated with the reduced MAC level. To invoke this provision, an officer of the customer will:
 - (i) notify Sprint in writing within 30 days after the business downturn;
 - (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on the customer's operations and services usage;
 - (iii) certify that the customer has awarded Sprint the applicable percentage of its and its Affiliates' long distance communications service as required by Section 5. e. of its sales agreement; and
 - (iv) sign a new Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions

* Formerly number 299

** Formerly number 303

10. PROMOTIONAL OFFERINGS (Continued)98. Real Solutions Business Environment Promotion* (Continued)

- (1) sales agreement with a term that is equal to or longer than the term in the customer's existing sales agreement. The customer's new sales agreement will supersede its existing sales agreement. This provision will not apply if the customer decides to: reduce its telecommunications services use for reasons unrelated to a sale or disposition or business downturn; (ii) change its telecommunications network architecture; or (iii) transfer part of its telecommunications traffic or projected growth to other carriers.
- (2) If Sprint materially fails to provide Sprint Real Solutions Annual or Sprint Voice VPN Solutions services, the customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, the customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: a local exchange carrier; (ii) customer premises equipment; or (iii) the customer. Customer will not receive any promotional credits after the date of its termination notice.
- (3) If the customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, the customer's services usage charges for the substitute service will contribute to the customer's MAC.

This promotion will apply for the length of the customer's sales agreement. Any reduction in a customer's MAC level under this Promotion may result in ineligibility for any or all existing promotions. This promotion will be available to qualified customers until March 31, 2003.

Numbers 99 through 101 have been deleted.

102. Sprint Business Flexsm With All Calls All Daysm Competitive Response Promotion**

Beginning August 1, 2000, Sprint may offer the following promotion to existing Sprint Business Flexsm With All Calls All Daysm customers that enroll in the Interstate and International Calling Option ('13.3.4.7.2 herein). Eligible customers will receive a 20% discount off their Sprint International Access service usage charges for calls terminating in the United States (including Alaska and Hawaii). Sprint International Access per call surcharges will not be discounted. Eligible customers will receive the benefit of this promotion for the length of their enrollment in Sprint Business Flexsm With All Calls All Daysm unless sooner changed or canceled by Sprint. This promotion is available for enrollment through December 31, 2000 unless sooner changed or canceled by Sprint.

Number 103 has been deleted.

* Formerly number 303

** Formerly number 308

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)

104. Sprint Business Flexsm With All Calls All Daysm International Calling Promotion*

Beginning January 29, 2000, Sprint may offer to new, existing or former Sprint Business Flexsm with All Calls All Daysm International Option (Section 13.3.4.7.2 herein) customers the following promotional per minute rates for outbound dial-1 international calling:

China	\$.42
Taiwan	\$.20
South Korea	\$.20.

The promotional rates will continue for the duration of the customer's account(s). To be eligible for this promotion, new Sprint Business Flexsm With All Calls All Daysm International Option customers must: (1) subscribe to service and enroll in this market test by calling a unique toll free number specified in advertisements in various in-language newspapers, or (2) be contacted by a Sprint representative and be offered participation in this promotion. An existing or former Sprint customer that calls or has called the toll free number listed on its invoice for an in-language operator or a unique toll free number advertised in various in-language newspapers to cancel its Sprint Business Flexsm With All Calls All Daysm International Option (Section 13.3.4.7.2 herein) service is eligible for this promotion if the customer agrees to maintain or reactivate its Sprint Service as a result of this promotional offer. New rates for existing customers will be effective on the billing cycle after the month in which the customer's request is received. The promotional rates are not available with the Sprint Business Flexsm with All Calls All Daysm Domestic Option (Section 13.3.4.7.1 herein) or the "Sprint Business Flexsm With All Calls All Daysm Interstate Offer. If a customer cancels service, no promotional rates will be given on the customer's final invoice. This promotion is available for enrollment through March 31, 2000 unless sooner changed or canceled by Sprint.

Numbers 105 and 106 have been deleted.

107. Channel Discount Access Promotion**

Beginning on February 21, 2000, new and existing Sprint customers are eligible to receive discounted monthly recurring charges and waivers of non-recurring charges on new eligible T-1 local access lines. The customer must meet the following requirements: be a new Sprint Real Solutions Annual or Sprint Voice VPN Solutions customer and order one or more T-1 local access lines for those services; or be an existing Sprint customer and order one or more new T-1 local access lines for use with either Sprint Real Solutions Annual, Sprint Real Solutions VPN or Sprint Voice VPN Solutions. Customer must also concurrently enroll in or be enrolled in a Sprint Access Term Plan. Eligible new T-1 local access lines utilizing between twelve and twenty-three channels per month as of the time of customer's enrollment in this promotion will receive a promotional discount of 50% off the Sprint Schedule 8 monthly recurring charge for one Domestic, Sprint-provided, T-1 local access line; and Sprint will waive the monthly recurring and non-recurring COC charges and the monthly recurring and non-recurring ACF charges for that T-1 local access line.

* Formerly number 311
** Formerly number 314

10. PROMOTIONAL OFFERINGS (Continued)**107. Channel Discount Access Promotion* (Continued)**

Each eligible T-1 local access line utilizing twenty-four channels per month as of the time of customer's enrollment in this promotion will receive a promotional discount of 100% off the Sprint Schedule 8 monthly recurring charge for one Domestic, Sprint-provided, T-1 local access line and Sprint will waive the monthly recurring and non-recurring COC charges and the monthly recurring and non-recurring ACF charges for that local access line. This promotion is limited to two T-1 local access lines for each sixty thousand dollars or greater in minimum annual commitment, or one local access line for a \$36,000 minimum annual commitment. This promotion will continue for the duration of the customer's Access Term Plan for the new T-1s. Promotional discounts are not available for local access lines installed solely for redundancy or for customer-provided access. Discounts on T-1s under this promotion may not be combined with any other discounts or waivers on local access lines, ACF or COC, except for discounts on installation of T-1 local access lines. Sprint-coordinated, vendor-billed access lines are not eligible for this promotion. Co-located access lines are eligible. This promotion is only available at customer's associated business locations and is only available for commercial use. Orders for the customer's initial new dedicated locations must be activated by October 22, 2002. This promotion will expire on September 22, 2002, unless sooner changed or canceled by Sprint.

108. Sprint Real Solutions Annual and Sprint Voice VPN Solutions Discount Promotion**

Sprint will offer the following promotion to business customers who sign up for Sprint Real Solutions Annual after March 1, 2000, Sprint Real Solutions Annual II after May 1, 2001, or Sprint Voice VPN Solutions after February 15, 2002. Customers who sign up for a 1-, 2- or 3-year term will receive a 20% promotional discount on the customer's domestic interstate and international Sprint Real Solutions Annual or Sprint Voice VPN Solutions charges for switched and dedicated, inbound and outbound usage. The promotional discount will apply for length of the customer's term agreement, unless sooner changed or cancelled by Sprint.

Numbers 109 through 112 have been deleted.

113. DS3 Flat Rate Access Promotion***

Sprint will make available to new and existing customers a flat rate monthly recurring charge in place of certain local access line monthly recurring charges. Customers must meet all of the following conditions to be eligible for the promotional discount: (1) new customers must sign at least a one year term sales agreement for at least one of the following services for each local access line receiving promotional pricing: Sprint Real Solutions Annual; Sprint Real Solutions VPN, Domestic Sprint Frame Relay, Domestic Sprint Enhanced Frame Relay, Sprint Clearline 45 Services, Sprint ATM Services, and Sprint IP Services; or (2) existing Sprint Real Solutions Annual; Sprint Real Solutions VPN, Domestic Sprint Frame Relay, Domestic Sprint Enhanced Frame Relay, and Sprint IP Services customers with no more than 3-, 6- or 9- months remaining on a 1-, 2- or 3- year term, respectively, must sign a new term agreement with at least a 1 year term; and (3) new and existing customers must

* Formerly number 314

** Formerly number 315

10. PROMOTIONAL OFFERINGS (Continued)**113. DS3 Flat Rate Access Promotion* (Continued)**

enroll or be enrolled in a Sprint Access Term Plan with at least one year or more remaining in the access order term; (4) customer's total bandwidth per access line (receiving this promotional discount) for the services listed above must equal 45 Mbps, except for those access lines utilizing Dedicated IP ports; and (5) customers that are only enrolled in Sprint Real Solutions Annual or Sprint Real Solutions VPN must have a Minimum Annual Commitment of at least \$780,000 to be eligible for this promotion. Customers with Minimum Annual Commitments lower than \$780,000 are eligible provided that Customer's total bandwidth usage for voice and data services equals 45 Mbps for each DS3 ordered under this promotion. Sprint will charge customer a fixed monthly recurring charge (MRC) in the applicable amount as described below for each Domestic Sprint-provided DS3 local access line ordered under this promotion. The promotional MRC for the DS3 local access line includes: (1) the access line monthly recurring charge (local loop); (2) the non recurring and monthly recurring Central Office Connection Charge (COC); (3) the non recurring and monthly recurring Access Coordination Fee (ACF); and (4) the non recurring (installation) charges for that T-3 local access line (including non-recurring ACF and COC charges). For T-3 (DS3) local access lines (excluding Fractional DS3s), the customer will receive a monthly recurring charge based on the applicable Sprint Schedule No. 8 price as follows. T-3 local access lines with a Sprint Schedule No. 8 price of \$1,500 to \$2,999 per month will receive a promotional monthly recurring charge of \$1,500. T-3 local access lines with a Sprint Schedule No. 8 price of \$2,000 to \$4,999 per month will receive a promotional monthly recurring charge of \$2,500. T-3 local access lines with a Sprint Schedule No. 8 price of \$5,000 to \$6,999 per month will receive a promotional monthly recurring charge of \$3,500. T-3 local access lines with a Sprint Schedule No. 8 price of \$7,000 to \$9,000 per month will receive a promotional monthly recurring charge of \$4,500.

This promotion cannot be combined with specially priced agreements that provide pricing for DS3 local access lines. Local access lines installed under this promotion may not be used solely for redundancy. Customer provided access, Sprint-coordinated, vendor-billed access, and co-located access are not eligible for this promotion. Multipoint and multidrop local access lines are eligible. Fractional DS3s for products other than Dedicated IP are not eligible. For Dedicated IP, Fractional DS3 ports are eligible. Only the Domestic portion of an international local access line is eligible. Geographic availability will be determined by Sprint. Only available at Customer's associated locations. This promotion may be used only by Sprint Business customers for commercial use. The applicable monthly recurring charge will be applied to each of the customer's invoices following the customer's enrollment in this promotion. For T-3 local access lines, this promotion will continue for the remainder of the customer's Access Term Plan. This promotion is not eligible in conjunction with any other ACF or COC waivers or promotions. The customer's locations must be activated by December 31, 2002. This promotion is available for enrollment through November 30, 2002, unless sooner changed or canceled by Sprint.

Numbers 114 through 123 have been deleted.

* Formerly number 314

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)

124. [Reserved for Future Use]

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- 10. PROMOTIONAL OFFERINGS (Continued)
 - 10. PROMOTIONAL OFFERINGS (Continued)
 - 124. [Reserved for Future Use]

10. PROMOTIONAL OFFERINGS (Continued)

124. [Reserved for Future Use]

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 125 through 127 have been deleted.

128. Sprint Business Flexsm With All Calls All Daysm Interstate On-Line Promotion*

New Sprint Business Flex With All Calls All Day International Plan customers (Section 13.3.5) and Sprint Business Flex with All Calls All Day II (Section 13.3.6) customers may be eligible to receive a discount on their monthly usage. In order to be eligible for this promotion, a Sprint Business Flex with All Calls All Day II customer must be subscribed to the non-term, \$50 monthly commitment level service. In addition, eligible customers must sign-up for this promotion on-line at Sprint's Internet web site. An eligible customer will receive a discounted rate of \$.063 per minute for interstate Dial-1, FONCARD, mobile phone and toll free usage. The \$.063 rate will be applied as a credit on the customer's invoice for as long as the customer remains subscribed to Sprint Business Flex With All Calls All Day International Plan or Sprint Business Flex with All Calls All Day II. This promotion may not be combined with any other promotional offering herein. This promotion shall remain in effect through December 31, 2002 unless sooner changed or canceled by Sprint.

Numbers 125 through 138 have been deleted.

139. Sprint Business Flexsm With All Calls All Daysm Competitive Response Discount Promotion

Sprint may offer eligible business customers a discounted rate of \$.06 per minute. In order to be eligible for this promotion the customer must be currently subscribed to a Sprint Small Business product. The customer will then be switched to either Sprint Business Flex With All Calls All Day II, Sprint Business Flex With All Calls All Day III, Sprint Business Flex With All Calls All Day II International Plan or Sprint Business Flex With All Calls All Day III International Plan. This promotional rate will be offered to a customer who calls Sprint, requests a discounted rate to match a competitive carrier, and identifies such carrier. The \$.06 rate will apply to interstate Dial-1, FONCARD, mobile phone and toll free usage. The customer will continue to receive the \$.06 rate: 1) as long as they remain subscribed to Sprint for long distance service or until such time as Sprint may cancel the benefits of this promotion. This promotion may not be combined with any other promotional offering herein. This promotion shall remain in effect through December 31, 2003, unless sooner changed or canceled by Sprint.

Numbers 140 through 144 have been deleted.

* Formerly number 351

10. PROMOTIONAL OFFERINGS (Continued)

145. Enhanced Frame Relay Business Environment Promotion*

Sprint may offer the following promotion to: (1) new Sprint customers who sign a Sprint Enhanced Frame Relay term agreement or (2) existing Sprint customers who sign a new Sprint Enhanced Frame Relay term agreement. The following provisions will apply to an eligible customer's Sprint Enhanced Frame Relay term agreement:

- (1) If Customer cannot, despite its best efforts, meet its Monthly Service Commitment ("MSC") because Customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond Customer's control, Sprint and Customer will cooperate in developing a new agreement to address the parties' concerns. The new agreement may include changes in rates, Discounts, Credits, MSC, Term or other provisions. To invoke this provision, Customer will: (i) notify Sprint in writing within 30 days after the business downturn and (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on Customer's operations and MSC Contributory Services usage; and (iii) sign a new Sprint Enhanced Frame Relay sales agreement with a Term that is equal to or longer than the Term in Customer's existing sales agreement. This provision will not apply if Customer elects to: (i) reduce its telecommunications services use; (ii) change its telecommunications network architecture or (iii) transfer part of its traffic or projected growth to other carriers. The customer's new sales agreement will supersede its existing sales agreement.
- (2) If Sprint materially fails to provide Sprint Enhanced Frame Relay services, Customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, Customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: (1) a local exchange carrier; (2) Customer premises equipment or (3) Customer. Customer will not receive any promotional credits after the date of Customer's termination notice.
- (3) If Customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, Customer's services usage charges for the substitute service will contribute to Customer's MSC.

This promotion will apply for the length of the customer's term agreement. Any reduction in a customer's MSC level under this Promotion may result in ineligibility for any or all existing promotions.

This promotion will be available to qualified customers until June 30, 2003, unless it is changed or cancelled by Sprint.

* Formerly number 370

10. PROMOTIONAL OFFERINGS (Continued)

146. Frame Relay Discount Promotion - II*

Sprint may offer eligible new business customers a discount. In order to be eligible for this promotion, the customer must subscribe to Frame Relay Service on or after September 29, 2001. An eligible customer will receive the rates listed below in lieu of the Domestic Access Channel Monthly Recurring Charges set forth in Sections 12.6.2.6, 12.6.2.7 and 12.6.2.8. Customers will receive the rates for Domestic PVC Charges in section 12.6.3.3.c and 12.6.3.3.d. These rates will remain in effect until changed by Sprint. All other terms and conditions of Section 12 apply. This promotion shall remain in effect through August 7, 2002.

Domestic Access Channel Monthly Recurring Charges

<u>Speed</u> (N x 64) <u>(Kbps)</u>	<u>Speed</u> (N x 56) <u>(Kbps)</u>	<u>Monthly</u> <u>Recurring</u> <u>Charge</u> (Each)
64	56	\$339
128	112	630
192	168	740
256	224	846
320	280	991
384	336	1,170
448	392	1,274
512	448	1,406
576	504	1,265
640	560	1,328
704	616	1,369
768	672	1,432
896	784	1,678
1,024	896	1,820
1,280	1,120	2,095
T-1	1,536	2,358
3 Meg		4,426
6 Meg		7,316
9 Meg		9,926
12 Meg		12,308
45 Meg		14,311

Alaska Access Channel Monthly Recurring Charges:

<u>Speed</u>	<u>Speed</u>	<u>Monthly</u> <u>Recurring</u> <u>Charge</u> (Each)
64 Kbps	56 Kbps	\$2,743

* Formerly number 371

10. PROMOTIONAL OFFERINGS (Continued)

146. Frame Relay Discount Promotion - II* (Continued)

Hawaii Access Channel Monthly Recurring Charges

<u>Speed (N x 64) (Kbps)</u>	<u>Speed (N x 56) (Kbps)</u>	<u>Monthly Recurring Charge (Each)</u>
64	56	\$519
128	112	1,004
192	168	1,282
256	224	2,237
320	280	2,010
384	336	2,763
512	448	3,048
768	672	2,862
1,024	896	3,114
T-1	1,536	3,378

Puerto Rico Access Channel Monthly Recurring Charges

<u>Speed (N x 64) (Kbps)</u>	<u>Speed (N x 56) (Kbps)</u>	<u>Monthly Recurring Charge (Each)</u>
64	56	\$692
128	112	1,246
256	224	1,733
384	336	2,355
512	448	2,841
768	672	2,862
1,024	896	3,664
T-1	1,536	4,694

* Formerly number 371

10. PROMOTIONAL OFFERINGS (Continued)

147. Clearline Private Line Discount Promotion IV*

Sprint will offer a promotional discount on Domestic Clearline Voiceband, Clearline DDS (56kbps), Clearline 1.5, Fractional Clearline 1.5, and Clearline 45 services to new and existing customers. In order to be eligible for this promotion: (1) new Clearline customers must sign a Clearline term agreement of at least one year and (2) existing Clearline customer must add one or more additional Clearline private line circuits with an order term of at least 1 year. Eligible customers will receive an additional discount in the applicable amount from the table below, based on type of service ordered, on the monthly recurring charge per circuit and per IXC mile for the interexchange portion of its point-to-point, interstate Domestic Clearline private line circuits ordered or installed on the date customer enrolls in this promotion. Customers will receive this promotional discount for the length of their Clearline term agreement.

Type of Clearline Service	Additional Discount
----- Clearline Voiceband (64 kbps) and Clearline DDS (56 kbps) -----	34%
----- Fractional Clearline 1.5 -----	34%
----- Clearline 1.5 DS1 -----	56%
----- Clearline 45 -----	69%

If a customer substitutes Sprint ATM Integrated Services (AIS) formerly Sprint ION (domestic only) for a Clearline service purchased under this promotion, Sprint will waive its early termination liabilities associated with the terminated Clearline service. The Sprint ATM Integrated Services (AIS) formerly Sprint ION service: (1) must be ordered at the same time notice of the Clearline disconnection is received and (2) must have an order term that is equal to or greater than the remaining term of the replaced Clearline private line circuit.

This promotion is available for enrollment through March 31, 2002, unless sooner changed or canceled by Sprint. Customer's initial dedicated locations must be activated by June 30, 2002. "Domestic" means the 48 contiguous states of the United States and the District of Columbia. This promotion only applies to interstate private line circuits. Local access lines are not included. Not eligible with any other Clearline promotion, including but not limited to, the Private Line T-1 Term Plan Promotion, the Private Line Step II Promotion, the Clearline Private Line 2 Discount Promotion, and the Private Line T1 Upgrade Promotion.

* Formerly number 372

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 148 through 154 have been deleted.

155. Sprint Bundled Percentage Off Promotion*

Sprint may offer new and existing business customers a 10% discount on in-state and state-to-state long distance Dial-1, FONCARD and toll free usage. In order to be eligible for this promotion, the customer must: 1) be a Sprint local service customer and 2) be a Sprint Business Flex With All Calls All Day II \$50 non-term plan or a Sprint Business Flex With All Calls All Day III \$200 non-term, one, two or three year term plan customer. The customer will receive the discount for the life of their account, as long as they remain both a Sprint local and a Sprint long distance customer. If the customer discontinues either local or long distance service, the discount will no longer apply. The customer may not receive an Affinity discount. This promotion shall remain in effect through August 31, 2002, unless sooner changed or canceled by Sprint.

20011261, 20011340

Numbers 156 through 160 have been deleted.

161. Domestic Enhanced Frame Relay Competitive Response Promotion II

Sprint will offer the following promotion to: (1) new or existing Sprint customers that sign a new Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay term agreement with a minimum 1 year order term; (2) existing Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Burst Express or Burst Express Plus customers that order additional Domestic Sprint Enhanced Frame Relay ports or PVCs/ IPVCs for a minimum 1 year order term; and (3) existing Domestic Sprint Enhanced Frame Relay, Burst Express or Burst Express Plus customers, with not more than 1, 3, or 5 months remaining on, respectively, a 1, 2, or 3-year term agreement, that sign a new Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Burst Express or Burst Express Plus term agreement with a minimum 1 year order term.

Customer may receive a secondary 11% discount off its Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Domestic Sprint Frame Relay port and PVC /IPVC monthly recurring charges in addition to the applicable standard Schedule term and volume discounts. To receive the secondary discount, a customer must demonstrate to Sprint's satisfaction that a Sprint competitor is currently offering substantially similar services at a price lower for Frame Relay services, not including access, than Sprint's standard Schedule term and volume discounts or Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay.

This promotion will continue for the remainder of the customer's Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, or Domestic Sprint Frame Relay term agreement. This promotion may not be combined with the Domestic Enhanced Frame Relay Promotion. This promotion is only available in the 48 contiguous states of the United States, the District of Columbia, and Hawaii. This promotion may be used only by Sprint Business customers for commercial use. This promotion is available for enrollment through June 7, 2002, unless sooner changed or canceled by Sprint. Customer's participating sites must be activated by September 7, 2002.

* Formerly number 380

Issued: February 13, 2007

Effective: February 14, 2007

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 162 through 167 have been deleted.

168. Sprint Business 100 Free Minutes Promotion

Beginning April 1, 2002, Sprint Business Flex with All Calls All Day II (ACADII) customers may be eligible to receive free minutes of usage. In order to be eligible for this promotion, the customer must: 1) be either a new or existing EarthLink customer who subscribes to ACADII through the EarthLink sales channel or 2) be an existing DellHost customer who subscribes to ACAD II through the Sprint Small Business Customer Service or sales channel. Eligible customers will receive 100 minutes, up to \$6.70 in total credit of Dial-1 domestic long distance (interstate and intrastate) usage beginning with their first full invoice after subscribing to this promotion. Unused credit may not be carried over to another month. The customer will continue to receive up to \$6.70 in credit each month as long as: 1) the customer remains both an ACADII and EarthLink or DellHost subscriber, 2) Sprint does not cancel the benefits of this promotion. The customer may not subscribe to other promotions. This promotion will be available for enrollment until September 30, 2003, unless it is changed or cancelled by Sprint.

20011603, 20011505, 20011237, 20011429

169. Sprint Block of Time for Small Business 500 Minute Promotion

Sprint business customers may be eligible to sign up for to this promotion. In order to be eligible for this promotion, a customer must: 1) be either a new or existing EarthLink customer who purchases this promotion through the EarthLink sales channel or 2) be an existing DellHost customer who purchases this promotion through the Sprint Small Business Sales Center sales channel. The customer's monthly recurring charge (MRC) will be \$30.00 for the domestic plan. For an additional \$5.00 MRC the customer may subscribe to the International Calling Plan Option. This plan offers discounted Dial-1 and FONCARD rates for certain countries. All other rates, terms and conditions of Sprint Block of Time for Small Business apply. This promotion is available for enrollment until May 3, 2002.

170. Sprint Block of Time for Small Business \$2 Discount Promotion

Beginning April 1, 2002, new Sprint Block of Time for Small Business customers may be eligible to receive a \$2.00 discount off the service's monthly recurring charge (MRC). In order to be eligible for this promotion, the customer must subscribe to Sprint Block of Time for Small Business 500 Minutes Promotion. In addition the customer must: 1) be either a new or existing EarthLink customer who subscribes to this promotion through the EarthLink sales channel or 2) be an existing DellHost customer who subscribes to this promotion through the Sprint Small Business Sales Center sales channel. Eligible customers will receive a \$2.00 discount off beginning with their first full invoice after subscribing to this promotion. The customer will continue to receive the discounted MRC as long as they remain subscribed both to this promotion and EarthLink or DellHost or until such time as Sprint may cancel the benefits of this promotion. The customer may not subscribe to other promotions. This promotion will be available for enrollment through December 31, 2002, unless it is changed or cancelled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**171. Sprint Block of Time for Small Business \$4 Discount Promotion**

Beginning April 1, 2002, new Sprint Block of Time for Small Business customers may be eligible to receive a \$4.00 discount off the service's monthly recurring charge (MRC). In order to be eligible for this promotion, the customer must subscribe to Sprint Block of Time for Small Business Option B (1,000 minute plan). In addition the customer must: 1) be either a new or existing EarthLink customer who subscribes to this promotion through the EarthLink sales channel or 2) be an existing DellHost customer who subscribes to this promotion through the Sprint Small Business Sales Center sales channel. Eligible customers will receive a \$4.00 discount off beginning with their first full invoice after subscribing to this promotion. The customer will continue to receive the discounted MRC as long as they remain subscribed both to this promotion and EarthLink or DellHost or until such time as Sprint may cancel the benefits of this promotion. The customer may not subscribe to other promotions. This promotion is no longer available.

20011236

Numbers 172 through 176 have been deleted.

177. Sprint Business Flex With All Calls All Day Non-Profit Organization Promotion

New business customers may be eligible to receive a 5% discount. In order to be eligible for this promotion, the customer must subscribe to a Sprint Business Flex With All Calls All Day II or a Sprint Business Flex With All Calls All Day III domestic or international plan. In addition, the customer must be a non-profit organization. The customer will receive a 5% discount on its total monthly long distance usage, as long as it remains subscribed to Sprint or until such time as Sprint may cancel the benefits of this promotion. This promotion is available for enrollment until June 30, 2003, unless changed or cancelled by Sprint.

20011529, 20011266, 20011339

Number 178 has been deleted.

179. Domestic Enhanced Frame Relay Competitive Response Promotion III

Sprint will offer the following promotion to: (1) new or existing Sprint customers that sign a new Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay term agreement with a minimum 1 year order term; (2) existing Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Burst Express or Burst Express Plus customers that order additional Domestic Sprint Enhanced Frame Relay ports or PVCs/ IPVCs for a minimum 1 year order term; and (3) existing Domestic Sprint Enhanced Frame Relay, Burst Express or Burst Express Plus customers, with not more than 1, 3, or 5 months remaining on, respectively, a 1, 2, or 3-year term agreement, that sign a new Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Burst Express or Burst Express Plus term agreement with a minimum 1 year order term.

20011430, 20011238

10. PROMOTIONAL OFFERINGS (Continued)**179. Domestic Enhanced Frame Relay Competitive Response Promotion III**

Customer may receive a secondary discount up to 5% off its Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, Domestic Sprint Frame Relay port and PVC/IPVC monthly recurring charges in addition to the applicable standard Schedule term and volume discounts. To receive the secondary discount, a customer must demonstrate to Sprint's satisfaction that a Sprint competitor is currently offering substantially similar services at a price lower for Frame Relay services, not including access, than Sprint's standard Schedule term and volume discounts or Domestic Sprint Enhanced Frame Relay or Domestic IP Intelligent Frame Relay.

This promotion will continue for the remainder of the customer's Domestic Sprint Enhanced Frame Relay, Domestic IP Intelligent Frame Relay, or Domestic Sprint Frame Relay term agreement. This promotion may not be combined with the Domestic Enhanced Frame Relay Promotion or the Domestic Enhanced Frame Relay Competitive Response Promotion II. This promotion is only available in the 48 contiguous states of the United States, the District of Columbia, and Hawaii. This promotion may be used only by Sprint Business customers for commercial use. This promotion is available for enrollment through September 30 2002, unless sooner changed or canceled by Sprint. Customer's participating sites must be activated by December 31, 2002.

Number 180 has been deleted.

181. Sprint Discount Promotion

Sprint will offer eligible business customers a 10% discount. In order to be eligible for this promotion, a customer must: 1) have been a former Sprint customer with over \$1,000 in average monthly usage, 2) have changed carriers within the last 3 months, 3) be contacted by Sprint and 4) sign up for a Sprint Business Flex with All Calls All Day III \$200 Non-Term Plan. The 10% discount will be applied to the customer's Dial-1, FONCARD and toll free in-state, state-to-state and international usage. The customer will receive the 10% for as long as they remain a Sprint Business Flex with All Calls All Day III customer or until such time as Sprint cancels the benefits of this promotion. This promotion is not available with any other promotion. Subscription to this promotion is available through June 30, 2002.

182. Frame Relay Discount Promotion III

Sprint may offer eligible new business customers a discount. In order to be eligible for this promotion, the customer must subscribe to Domestic Enhanced Frame Relay Service on or after August 7, 2002. An eligible customer will receive the rates listed below in lieu of the Domestic Access Channel Monthly Recurring Charges set forth in Sections 12.6.2.6, 12.6.2.7 and 12.6.2.8. Customers will receive the rates listed below for Domestic PVC Charges in lieu of the Domestic PVC Monthly Recurring Charges set forth in section 12.6.3.3.c and 12.6.3.3.d. These rates will remain in effect until changed by Sprint. All other terms and conditions of Section 12 apply. This promotion shall remain in effect through June 30, 2004, unless sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

182. Frame Relay Discount Promotion III (Continued)

Domestic Access Channel Monthly Recurring Charges

<u>Speed (N x 64) (Kbps)</u>	<u>Speed (N x 56) (Kbps)</u>	<u>Monthly Recurring Charge (Each)</u>
64	56	\$245
128	112	455
192	168	535
256	224	610
320	280	715
384	336	845
448	392	920
512	448	1,015
576	504	1,105
640	560	1,160
704	616	1,195
768	672	1,250
896	784	1,465
1,024	896	1,590
1,280	1,120	1,830
T-1	1,536	2,060
3 Meg		3,865
4.5 Meg		5,295
6 Meg		6,390
7.5 Meg		\$7,606
9 Meg		8,670
10.5 Meg		9,761
12 Meg		10,750
45 Meg		12,250

Frame Relay CIR for LAN PVCs and Frame Relay CIR for SNA/Voice PVCs

<u>PVC CIR (Kbps)</u>	<u>Frame Relay for LAN (MRC)</u>	<u>Frame Relay SNA/Voice (MRC)</u>
8		\$99
16	\$124	186
32	124	186
48	148	222
64	282	423
128	429	644
192	606	909
256	809	1,214

10. PROMOTIONAL OFFERINGS (Continued)182. Frame Relay Discount Promotion III (Continued)Frame Relay CIR for LAN PVCs and Frame Relay CIR for SNA/Voice PVCs

<u>PVC CIR (Kbps)</u>	<u>Frame Relay for LAN (MRC)</u>	<u>Frame Relay SNA/Voice (MRC)</u>
320	976	1,464
384	1,244	1,866
448	1,366	2,049
512	1,424	2,136
576	1,555	2,333
640	1,633	2,450
704	1,901	2,852
768	2,132	3,198
832	2,246	3,369
896	2,491	3,737
960	2,669	4,004
1,024	2,847	4,271
1,536	3,700	5,550
2,048	4,750	7,125
3,072	6,400	9,600
4,096	7,900	11,850
4,608	8,385	12,578
5,120	9,370	14,054
6,144	10,135	15,203
7,168	10,535	15,803
7,680	10,845	16,268
8,192	11,390	17,085
9,216	12,400	18,600
10,752	13,225	19,838
12,288	13,860	20,790
13,824	14,570	21,855
15,360	15,400	23,100
16,896	17,065	25,598
18,432	18,063	27,095

10. PROMOTIONAL OFFERINGS (Continued)

182. Frame Relay Discount Promotion III (Continued)

Frame Relay 0-CIR for LAN PVCs and Frame Relay 0-CIR for SNA/Voice PVCs

<u>Port Speed (kbps)</u>	<u>Frame Relay 0 CIR for LAN (MRC)</u>	<u>Frame Relay 0 CIR for SNA/Voice (MRC)</u>
56/64	\$70	\$105
128	105	158
192	126	189
256	139	209
320	230	345
384	242	363
448	251	377
512	365	548
576	379	569
640	395	593
704	515	773
768	531	797
896	671	1,007
1024	698	1,047
1280	830	1,245
1536	995	1,493
3072	2960	4,440
4608	3800	5,700
6144	4360	6,540
7680	5120	7,680
9216	5600	8,400
10752	6320	9,480
12288	7080	10,620
13824	7547	11,321
15360	8386	12,579
16896	9080	13,620
18432	9920	14,880

10. PROMOTIONAL OFFERINGS (Continued)

[Reserved for Future Use]

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 183 through 205

206. Sprint Business Flex All Calls All Day 5% Discount Promotion

Eligible Sprint Business Flex All Calls All Day II (ACAD) and Sprint ACAD III \$600 annual commitment customers may receive a 5% discount. In order to be eligible to receive the discount, a customer must subscribe to this promotion: 1) as instructed in direct mail literature or 2) when contacted by a Sprint representative. The 5% discount will be applied to Dial-1. FONCARD and toll free in-state, state-to-state and international usage. The discount will not apply to surcharges or taxes. The discount will be applied as a credit on the customer's invoice, for as long as the customer remains subscribed to ACAD or until such time as Sprint cancels the benefits of this promotion. This promotion shall remain in effect through March 31, 2003, unless it is changed or canceled by Sprint.

Numbers 207 through 227 have been deleted.

228. Sprint Business Flex All Calls All Day 5% Discount Promotion II

Eligible Sprint Business Flex All Calls All Day II (ACAD) and Sprint ACAD III \$600 annual commitment customers may receive a 5% discount. In order to be eligible to receive the discount, a customer must subscribe to this promotion: 1) as instructed in direct mail literature or 2) when contacted by a Sprint representative. The 5% discount will be applied to Dial-1. FONCARD and toll free in-state, state-to-state and international usage. The discount will not apply to surcharges or taxes. The discount will be applied as a credit on the customer's invoice, for as long as the customer remains subscribed to ACAD or until such time as Sprint cancels the benefits of this promotion. This promotion shall remain in effect through September 30, 2003, unless it is changed or canceled by Sprint

20011609

Numbers 229 through 239 have been deleted.

240. Sprint Business Flex With All Calls All Day Promotion

Beginning June 2, 2003, new business customers, may receive this promotion. In order to receive this promotion, a customer must subscribe to it : 1) by contacting Sprint in response to direct mail literature or a bill insert or 2) when contacted by a Sprint agent. The customer will be able to subscribe to one of the following domestic or international plans: 1) Sprint Business Flex With All Calls All Day II (Section 13.3.6); 2) Sprint Business Flex With All Calls All Day III, \$600 annual, 1 year term (Section 13.3.8) or 3) Sprint Business Flex With All Calls All Day IV (Section 13.3.9). A customer who subscribes to this promotion will continue to receive its benefits until the customer discontinues or changes his Sprint service. A customer will have until July 31, 2003, to accept this promotion.

10. PROMOTIONAL OFFERINGS (Continued)

241. Sprint Business Flex With All Calls All Day VII Discount Promotion

Sprint business customers may receive a discount. In order to receive this promotion, the customer must subscribe to a Sprint Business Flex With All Calls All Day VII domestic or international plan. In addition, the customer must be a member of an Affinity program. The customer will receive a 10.9% discount off of the Dial-1 and toll free interstate per minute rate. The customer will receive the discount as long they remain a Sprint Business Flex With All Calls All Day VII customer. A customer may sign up for this promotion through December 31, 2004, unless it is sooner changed or canceled by Sprint.

20011794, 20011652

242. Sprint Business Flex With All Calls All Day Discount Promotion

Sprint business customers may receive a discount. In order to receive this promotion, the customer must subscribe to a Sprint Business Flex With All Calls All Day V or a Sprint Business Flex With All Calls All Day VI domestic or international plan. In addition, the customer must be a member of an Affinity program. The customer will receive a 10.7% discount off of the Dial-1 and toll free interstate per minute rate. The customer will receive the discount as long they remain a Sprint Business Flex With All Calls All Day V or Sprint Business Flex With All Calls All Day VI customer. A customer may sign up for this promotion through December 31, 2004, unless it is sooner changed or canceled by Sprint.

20011792, 20011651

243. Sprint Business Flex With All Calls All Day 30% Discount Promotion

Sprint new and existing business customers may receive a 30% discount on state-to-state long distance Dial-1 and toll free usage. In order to receive this promotion, the customer must: 1) be a Sprint incumbent local exchange carrier (local) service customer who has Centrex lines, DSL service, ISDN PRI service, Key System lines, a PBX or a T1 line and 2) be a Sprint Business Flex With All Calls All Day V, Sprint Business Flex With All Calls All Day VI or Sprint Business Flex With All Calls All Day VII domestic or international plan customer. The customer will receive the 30% discount for the life of their account, as long as they remain both a Sprint local and a Sprint long distance customer. If the customer discontinues either local or long distance service, the discount will no longer apply. The customer may not receive an Affinity discount. This promotion shall remain in effect through February 2, 2005, unless sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 244 through 256 have been deleted.

257. Sprint 20% Discount Promotion

Sprint new and existing business customers may receive a 20% discount on state-to-state long distance Dial-1, FONCARD and toll free usage. In order to receive this promotion, the customer must: 1) be a Sprint incumbent local exchange carrier (local) customer and 2) subscribe to a Sprint Adjustable Rate Plan domestic or international plan. A customer who subscribes to this promotion will receive the 20% discount, as long as they remain both a Sprint local and a Sprint long distance customer. If the customer discontinues either local or long distance service, the discount will no longer apply. The customer may not receive an Affinity discount. This promotion shall remain in effect through September 30, 2005, unless it is sooner changed or canceled by Sprint.

20011825, 20011748, 20011644

258. Real Solutions Annual or Sprint Real Solutions VPNSM Discount Promotion*

Customers signing term agreements for Sprint Real Solutions Annual or Sprint Real Solutions VPN service may receive a 15% discount off interstate Real Solutions Annual or Sprint Real Solutions VPN service usage for the length of the Customer's term agreement.

To be eligible for this offering, the Customer must agree to a Minimum Annual Commitment of at least \$300,000 (or a Minimum Monthly Commitment of at least \$25,000) in Sprint Real Solutions Annual or Sprint Real Solutions VPN usage charges.

Real Solutions Annual or Sprint Real Solutions VPN FONCARD usage is not eligible for this promotion. This promotion is not applicable to usage from non-associated locations. This promotion cannot be combined with any other promotion Scheduled herein that applies to Real Solutions Annual or Sprint Real Solutions VPN interstate usage charges.

Switched service must be installed and activated within one month and dedicated service must be installed and activated within three months after promotion enrollment. This promotion is no longer available to new customers.

259. Sprint Business Flex With All Calls All Day VII 15.44% Discount Promotion

New Sprint business customers may receive a 15.44% discount on state-to-state long distance Dial-1 and toll free usage. In order to receive this promotion, the customer must subscribe to a Sprint Business Flex With All Calls All Day VII domestic or international plan. In order to receive this promotion a customer must subscribe to it: 1) by contacting Sprint or 2) when contacted by a Sprint representative. The 15.44% discount will be applied to the customer's invoice, as long as they remain a Sprint Business Flex With All Calls All Day VII customer. A customer who subscribes to this promotion: 1) will not be eligible to receive an Affinity discount and 2) may not subscribe to any other promotions.

This promotion is available for subscription through June 30, 2004, unless it is changed or canceled by Sprint.

20011796, 20011680

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 260 and 261 have been deleted.

262. Sprint Small Business AnyTime/EarthLink Promotion

Beginning June 23, 2003, new Sprint Small Business AnyTime customers may receive a discount. In order to receive the discount, a customer must: 1) be an EarthLink subscriber and 2) subscribe to this promotion when contacted by an EarthLink representative. Each month a customer has at least \$25 total long distance usage, they will receive a \$5.00 discount off of their Sprint Small Business AnyTime monthly recurring charge. A customer who subscribes to this promotion will not receive any Affinity discounts. This promotion is available for sign up through September 30, 2003, unless it is changed or cancelled by Sprint.

20011616

Numbers 263 through 266 have been deleted.

267. Sprint Business Adjustable Rates Plan 10% off Interstate Usage Promotion

Sprint business customers who subscribe to the Sprint Business Adjustable Rates Plan may receive a 10% monthly discount. In order to receive this promotion, the customer must subscribe to this promotion: 1) when contacted by a Sprint representative or 2) by contacting Sprint in response to an advertisement. A 10% discount will be applied to a customer's Dial-1 and toll free interstate usage as long as they remain a Sprint Business Adjustable Rates Plan customer. A customer who subscribes to this promotion may not receive an Affinity discount. This promotion shall remain in effect through September 30, 2005, unless sooner changed or canceled by Sprint.

20011797, 20011653

Numbers 268 and 269 have been deleted.

270. Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion II

Sprint may offer the following promotion to new Sprint Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions customers signing term agreements. In lieu of the requirement in Sprint Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions that the customer award Sprint 100% of its and its Affiliates' long distance communications service, Sprint will offer the following:

Customer will award Sprint at least 85% of its and its Affiliates' long distance communications service. Customer must sign a Sales Agreement in order to be eligible for this promotion. This promotion applies for the length of the customer's term.

This promotion will be available to qualified customers until June 30, 2004.

10. PROMOTIONAL OFFERINGS (Continued)**271. Real Solutions, Sprint Voice Solutions and Sprint Voice VPN Solutions Exclusivity Requirement Waiver Promotion II**

Sprint may offer the following promotion to: (1) new Sprint customers that sign a Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement or (2) existing Sprint customers who sign a new Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement. As the promotional benefit, Sprint will waive the requirement, set forth in Schedule No. 11, that a Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN customer must award Sprint 100% of its and its Affiliates' long distance communications service. This promotion will apply for the length of the customer's sales agreement. This promotion will be available to qualified customers until June 30, 2004.

272. Real Solutions Business Environment Promotion II

Sprint may offer the following promotion to: (1) new Sprint customers that sign a Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement; or (2) existing Sprint customers who sign a new Sprint Real Solutions Annual, Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement. The following provisions will apply to an eligible customer's Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement:

- (1) If a customer cannot meet its Minimum Annual Commitment (MAC) because the customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond customer's control, Sprint may allow the customer to reduce its MAC to an existing Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions MAC level that is commensurate with the resulting reduction in usage charges. The customer will receive the rates associated with the reduced MAC level. To invoke this provision, an officer of the customer will: notify Sprint in writing within 30 days after the business downturn; (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on the customer's operations and services usage; (iii) certify that the customer has awarded Sprint the applicable percentage of its and its Affiliates' long distance communications service as required by Section 5. e. of its sales agreement; and (iv) sign a new Sprint Real Solutions Annual, Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement with a term that is equal to or longer than the term in the customer's existing sales agreement. The customer's new sales agreement will supersede its existing sales agreement. This provision will not apply if the customer decides to: reduce its telecommunications services use for reasons unrelated to a sale or disposition or business downturn; (ii) change its telecommunications network architecture; or (iii) transfer part of its telecommunications traffic or projected growth to other carriers.

10. PROMOTIONAL OFFERINGS (Continued)

272. Real Solutions Business Environment Promotion II (Continued)

- (2) If Sprint materially fails to provide Sprint Real Solutions Annual or Sprint Voice VPN Solutions services, the customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, the customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: a local exchange carrier; (ii) customer premises equipment; or (iii) the customer. Customer will not receive any promotional credits after the date of its termination notice.
- (3) If the customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, the customer's services usage charges for the substitute service will contribute to the customer's MAC.

This promotion will apply for the length of the customer's sales agreement. Any reduction in a customer's MAC level under this Promotion may result in ineligibility for any or all existing promotions. This promotion will be available to qualified customers until June 30, 2004.

Number 273 has been deleted.

274. ISDN PRI Installation Waiver Promotion II

New and existing Business Flex 500 Advanced customers who are currently enrolled in or sign a new Business Flex 500 Advanced 1 or 2 year term plan and who install new ISDN PRI channels prior to September 30, 2002, and Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions and Sprint Voice Solutions customers who are currently enrolled in or sign a new Real Solutions Option A 1, 2, or 3 year term, Real Solutions Annual 1, 2, or 3 year term plan, Sprint Voice VPN Solutions 2, or 3 year term or Sprint Voice Solutions 1, 2 or 3 year term plan and who install new ISDN PRI channels prior to September 30, 2004 will receive a waiver of the ISDN PRI D Channel installation non-recurring charges in an amount not to exceed \$2,000 per ISDN PRI D Channel installed. This promotion will expire September 30, 2004, unless sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**275. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) II**

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge and the T-1 or DAL local access line installation (non-recurring) charge the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Sprint Clearline Voiceband, Sprint Clearline DDS, Sprint Clearline 1.5, Sprint Clearline 45 Service, or Sprint Fractional Clearline 1.5 Service.

For T-1 local access lines, customer must also enroll in a one, two, three, four, or five year Access Term Plan. For T-3 local access lines, customer must enroll also in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Sprint-provided access only and is not available for Customer-provided access, Sprint-coordinated vendor billed access or co-located access. The orders for new service must be activated by September 30, 2004. This promotion will expire on June 30, 2004, unless sooner changed or canceled by Sprint.

276. Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) II

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge if the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Sprint Clearline Voiceband, Sprint Clearline DDS, Sprint Clearline 1.5, Sprint Clearline 45 Service, or Sprint Fractional Clearline 1.5 Service. For T-1 local access lines, customer must enroll also in a one, two, three, four, or five year Sprint Access Term Plan. For T-3 local access lines, customer must enroll also in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Customer-provided access only and is not available for Sprint-provided access, Sprint-coordinated vendor billed access or Co-located access. The orders for new service must be activated by September 30, 2004. This promotion will expire on June 30, 2004, unless sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**277. Access Coordination Fee ("ACF") Monthly Recurring Charge ("MRC") Waiver (Access Promotion No. 3) II**

New and existing Sprint customers are eligible to receive a waiver of the Access Coordination Fee monthly recurring charge if the customer enrolls or is currently enrolled in: Sprint Clarity, Real Solutions Option A, Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Business Flex 500 Advanced, Sprint Premiere, Sprint Frame Relay (existing customers must extend their existing Sprint Frame Relay agreements for at least 1 year), Sprint Enhanced Frame Relay (existing customers must extend their existing Sprint Enhanced Frame Relay agreements for at least 1 year), Sprint IP Dedicated, Sprint ATM, Clearline Voiceband, Clearline DDS, Clearline 1.5 or Fractional Clearline 1.5 Service. For T-1 local access lines, customer must also enroll in a one, two, three, four, or five year Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring ACF charges. The ACF monthly recurring charge will be waived for the duration of the Access Term Plan if T-1 and (ii) for the duration of the existing underlying Sprint Service agreement if DAL. This promotion is not available for Co-located access. The orders for new service must be activated by September 30, 2004. This promotion will expire on June 30, 2004, unless sooner changed or canceled by Sprint.

278. Central Office Connection Monthly Recurring Charge Waiver II

New and existing Sprint customers are eligible to receive a waiver of certain Central Office Connection monthly recurring charges. Sprint will waive 100% of the Domestic, Sprint-provided T-1 or DAL local access line Central Office Connection (COC) monthly recurring charges (MRCs) for new and existing Real Solutions Annual, Sprint Voice VPN Solutions, Sprint Clarity, Sprint Real Solutions Option A, Sprint Premiere, Domestic Sprint Frame Relay, Domestic Sprint Enhanced Frame Relay, Sprint IP Dedicated Internet, and Sprint ATM Customers, Clearline Voiceband, Clearline DDS (56 kbps), Clearline 1.5, Fractional Clearline 1.5, and Sprint Business Flex 500 Advanced Customers. To be eligible for this promotion, the customer must meet the following requirements: (1) for T-1 local access lines, the customer must enroll in or be currently enrolled in a one, two, three, four, or five year Sprint Access Term Plan; and (2) existing Domestic Sprint Frame Relay customers and Domestic Sprint Enhanced Frame Relay customers must extend their existing agreements for at least 1 year.

For T-1 local access lines, this promotion will continue for the remainder of the customer's Access Term Plan. For DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. This promotion is available for Sprint-provided access and Customer-provided access only. Sprint-coordinated vendor billed access and co-located access are not eligible. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts COC monthly recurring charges including. This promotion is available for enrollment through June 30, 2004, unless it is changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 279 through 285 have been deleted.

286. Sprint Complete Sense for Business Home Usage Promotion

Beginning August 4, 2003, Sprint business customers may receive a discounted rate and a waiver of a Monthly Service Charge (MSC). This promotion is available to customers who switch their existing business service to a Sprint Complete Sense for Business service and switch their home service to Sprint Business Flex With All Calls All Day VI. A customer will receive a \$.067 rate for Dial-1 state-to-state calls from their home. In addition, the customer will receive a waiver of the Sprint Business Flex With All Calls All Day VI \$12 MSC when their total monthly usage does not meet their \$50.00 monthly commitment. The customer will continue to receive the \$.067 rate and the MSC waiver as long as they remain a Sprint Business Flex With All Calls All Day VI customer. This promotion is available for enrollment through August 22, 2003.

20011717, 20011738

No 287 has been deleted.

288. Sprint Complete Sense for Business Promotion

This promotion is available to current Sprint business customers who: 1) have both their business and residential service on one account, 2) switch their existing business service to a Sprint Complete Sense service and 3) switch their existing residential home service to the Business Sense non-term, no monthly minimum commitment level service. A customer will receive a \$.067 rate for Dial-1 state-to-state calls from their home. The \$.067 rate will continue to apply until the customer cancels their Business Sense service. This promotion is available for enrollment through February 2, 2004, unless it is changed or cancelled by Sprint.

20011752

289. Sprint Small Business AnyTime \$0.06 Per Minute Rate and MRC Waiver Promotion

Beginning September 2, 2003, Sprint Small Business AnyTime customers may be eligible to receive this promotion. In order to be eligible to receive this promotion, a customer must: 1) be a Sprint local incumbent service subscriber and 2) subscribe to a feature package. The customer may choose one of the following feature packages: Classic, Classic Plus, Connected, Connected Plus, Preferred, Preferred Plus, Priority, Priority Plus, Rotary Classic or Rotary Plus. A customer who subscribes to this promotion will receive: 1) a \$0.06 per minute rate for Dial-1 and toll free state-to-state calls and 2) a waiver of the Sprint Small Business AnyTime \$5.00 monthly recurring charge (MRC). The \$0.06 per minute rate and the waiver of the \$5.00 MRC will continue to be available until the customer cancels their Sprint Small Business AnyTime service. A customer who subscribes to this promotion may not subscribe to any other promotion. Subscription to this promotion is available through March 2, 2004.

20011758, 20011759

10. PROMOTIONAL OFFERINGS (Continued)**290. Sprint Business Flex With All Calls All Day VI International Plan Promotion**

Sprint Business Flex With All Calls All Day VI (ACAD VI) International Plan Puerto Rico customers who subscribe to this promotion will receive a Dial-1 per minute rate of \$0.22 for calls from Puerto Rico and the U.S. Virgin Islands to the British Virgin Islands. The customer will continue to receive the \$0.22 Dial-1 per minute rate as long as they continue to subscribe to the ACAD VI International Plan. This promotion is available for enrollment through February 28, 2004, unless it is changed or cancelled by Sprint.

20011747

291. Sprint Business Adjustable Rates Plan 30% Discount Promotion

Sprint new and existing business customers may receive a 30% discount on state-to-state long distance Dial-1 and toll free usage. In order to receive this promotion, the customer must: 1) subscribe to a domestic or international Sprint Business Adjustable Rates Plan and 2) be a Sprint incumbent local exchange carrier (local) service customer who either has Centrex lines, DSL service, ISDN PRI service, Key System lines, a PBX or a T1 line. The customer will receive the 30% discount for the life of their account, as long as they remain both a Sprint local and a Sprint long distance customer. If the customer discontinues either local or long distance service, the discount will no longer apply. The customer may not receive an Affinity discount. This promotion shall remain in effect through September 30, 2005, unless sooner changed or canceled by Sprint.

292. Sprint Frame Relay Rate Cap Promotion

Beginning October 3, 2003, the Customer's Sprint Domestic Enhanced Frame Relay Service Port and/or Permanent Virtual Circuit (PVC) base rates may be capped for the length of the initial term of the Customer's term agreement. These rates will be exempt from any rate increase(s) during the initial term of the agreement. This promotion is available upon commencement of the term for (1) new customers of a Sprint Domestic Enhanced Frame Relay Service Term Plan signing a 1, 2, or 3 year term Sprint Domestic Enhanced Frame Relay Sales Agreement, or (2) for existing customers executing renewals of a Sprint Domestic Enhanced Frame Relay Service Term Plan with 1, 3, or 5 months remaining on a 1, 2, or 3 year term plan, respectively, who sign a new 1, 2, or 3 year term Sales Agreement. Customer may subsequently add any of its associated locations which shall be eligible to receive this promotion for a period that is coterminous with the customer's Sprint Domestic Enhanced Frame Relay Service Sales Agreement, subject to eligibility requirements below.

20011826, 20011751

10. PROMOTIONAL OFFERINGS (Continued)

292. Sprint Frame Relay Rate Cap Promotion (Continued)

In order to be eligible for the Sprint Domestic Enhanced Frame Relay Service Rate Cap offer, customer must sign a new Sprint Domestic Enhanced Frame Relay Service term agreement for 1, 2 or 3 years at the current rate in this Schedule, less any applicable discounts. The promotion applies to Sprint Domestic Enhanced Frame Relay physical access port and Sprint Domestic Enhanced Frame Relay Permanent Virtual Circuit (PVC) monthly recurring charges. Sprint IP Intelligent Frame Relay Service, SprintLink Frame Relay Service, and Sprint Enhanced Frame Relay over DSL Service are not eligible for this promotion. The Rate Cap promotion does not apply to any other charges or fees, including, but not limited to, local access charges, features, taxes, rates or surcharges to recover amounts that it is required by governmental or quasi-governmental authorities to collect on their behalf or to pay to others in support of statutory or regulatory programs, plus amounts to recover the administrative costs associated with such charges or programs. This promotion may be used only by Sprint business customers for commercial use. This promotion will be available to qualified customers until June 30, 2004, unless sooner changed or cancelled by Sprint.

293. Enhanced Frame Relay Business Environment Promotion*

Sprint may offer the following promotion to: (1) new Sprint customers who sign a Sprint Enhanced Frame Relay term agreement or (2) existing Sprint customers who sign a new Sprint Enhanced Frame Relay term agreement. The following provisions will apply to an eligible customer's Sprint Enhanced Frame Relay term agreement:

- (1) If Customer cannot, despite its best efforts, meet its Monthly Service Commitment ("MSC") because Customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond Customer's control, Sprint and Customer will cooperate in developing a new agreement to address the parties' concerns. The new agreement may include changes in rates, Discounts, Credits, MSC, Term or other provisions. To invoke this provision, Customer will: (i) notify Sprint in writing within 30 days after the business downturn and (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on Customer's operations and MSC Contributory Services usage; and (iii) sign a new Sprint Enhanced Frame Relay sales agreement with a Term that is equal to or longer than the Term in Customer's existing sales agreement. This provision will not apply if Customer elects to: (i) reduce its telecommunications services use; (ii) change its telecommunications network architecture or (iii) transfer part of its traffic or projected growth to other carriers. The customer's new sales agreement will supersede its existing sales agreement.

* Formerly number 370

10. PROMOTIONAL OFFERINGS (Continued)**293. Enhanced Frame Relay Business Environment Promotion***

- (2) If Sprint materially fails to provide Sprint Enhanced Frame Relay services, Customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, Customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: (1) a local exchange carrier; (2) Customer premises equipment or (3) Customer. Customer will not receive any promotional credits after the date of Customer's termination notice.
- (3) If Customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, Customer's services usage charges for the substitute service will contribute to Customer's MSC.

This promotion will apply for the length of the customer's term agreement. Any reduction in a customer's MSC level under this Promotion may result in ineligibility for any or all existing promotions. This promotion will be available to qualified customers until June 30, 2004, unless it is changed or cancelled by Sprint.

294. Sprint Rate Cap Promotion III

Sprint will offer this promotion to new and existing customers that meet the following requirements: (1) new Customers with at least a 1-year term agreement for Sprint Voice Solutions or Sprint Voice VPN Solutions, with at least a \$12,000 Minimum Annual Commitment; or (2) existing customers who sign at least a 1-year term agreement for Sprint Voice Solutions or Sprint Voice VPN Solutions, with at least a \$12,000 Minimum Annual Commitment. Sprint will cap the current Sprint Voice Solutions or Sprint Voice VPN Solutions interstate, switched and dedicated outbound and inbound service usage base rates for the length of customer's term agreement. These rates will be exempt from any rate increase(s) during the term of the agreement. If Sprint Voice Solutions or Sprint Voice VPN Solutions interstate rates decrease, customer will receive the lower rate on the first invoice after the effective date of the rate change. Customer's initial switched locations must be activated by April 30, 2004 and initial dedicated locations must be activated by June 30, 2004. Customers will receive the benefit of this promotion for the remainder of their Sprint Voice VPN Solutions Term Plan. This promotion may be used only by Sprint Business customers for commercial use. This promotion will be available to qualified Customers until June 30, 2004, unless sooner changed or cancelled by Sprint.

Numbers 295 through 302 have been deleted.

* Formerly number 370

10. PROMOTIONAL OFFERINGS (Continued)**303. Sprint Solutions for Business Promotion**

Beginning November 1, 2003, business customers who subscribe to Sprint Solutions for Business - All Calls All Day or Sprint Solutions for Business - 2000 Minute Block of Time may receive this promotion. In order to receive this promotion, a customer must have Sprint service in Kansas or Missouri, where facilities are available and subscribe to a Sprint Solutions for Business (T1) Integrated Voice/Data Package under a one year, two year, three year, or five-year term agreement that includes at least one voice channel, as specified in the Sprint's Kansas or Missouri local exchange service tariff. The customer will receive a credit for all monthly recurring charges and long distance usage charges for the first two months when the customer signs a one-year term agreement, or the first three months when the customer signs a two, three or five-year term agreement. Taxes, surcharges, regulatory program charges, international, 900 charges, and special construction charges will not be waived or credited under this promotion. Customers who discontinue their service prior to the end of their term agreement will be assessed all charges waived under this promotion, which will be included in the customer's final bill. This promotion may not be combined with any other promotional offerings. Subscription to this promotion is available through December 31, 2003, unless it is sooner changed or canceled by Sprint.

304. Sprint Business Flex With All Calls All Day VI 15% Discount Promotion

New Sprint business customers may receive a 15% discount on state-to-state long distance Dial-1 and toll free usage. In order to receive this promotion, the customer must subscribe to a Sprint Business Flex With All Calls All Day VI or VII domestic or international plan. In order to receive this promotion a customer must subscribe to it: 1) by contacting Sprint or 2) when contacted by a Sprint representative. The 15% discount will be applied to the customer's invoice, as long as they remain a Sprint Business Flex With All Calls All Day VI or VII customer. A customer who subscribes to this promotion: 1) will not be eligible to receive an Affinity discount and 2) may not subscribe to any other promotions. This promotion is available for subscription through December 30, 2004, unless it is changed or canceled by Sprint.

20011795, 20011679

Numbers 305 through 307 have been deleted.

308. Sprint Small Business AnyTime

Beginning January 5, 2004, new Sprint Small Business AnyTime customers may receive a discounted state-to-state Dial-1 rate. In order to receive this promotion, a customer must be an EarthLink subscriber and 2) subscribe to this promotion by contacting EarthLink. A customer who subscribes to this promotion will receive a \$0.067 per minute rate for Dial-1 state-to-state calls. The customer will continue to receive the \$0.067 rate until such time as they cancel Sprint Small Business AnyTime or their EarthLink service. A customer who subscribes to this promotion may not subscribe to any other promotion. Enrollment for this promotion is available through July 5, 2004, unless it is changed or cancelled by Sprint.

20011853

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 309 and 310 have been deleted.

311. Sprint Small Business AnyTime \$0.06 Per Minute Rate and MRC Waiver Promotion II

Sprint Small Business AnyTime customers may be eligible to receive this promotion. In order to be eligible to receive this promotion, a customer must: 1) be a Sprint local incumbent service subscriber and 2) subscribe to a feature package. The customer may choose one of the following feature packages: Classic, Classic Plus, Connected, Connected Plus, Preferred, Preferred Plus, Priority Plus, Priority Plus, Rotary Classic or Rotary Plus. A customer who subscribes to this promotion will receive: 1) a \$0.06 per minute rate for Dial-1 and toll free state-to-state calls and 2) a waiver of the Sprint Small Business AnyTime \$5.00 monthly recurring charge (MRC). The \$0.06 per minute rate and the waiver of the \$5.00 MRC will continue to be available until the customer cancels their Sprint Small Business AnyTime service. A customer who subscribes to this promotion may not subscribe to any other promotion. Subscription to this promotion is available through December 31, 2004.

Numbers 312 through 314 have been deleted.

315. Sprint Small Business 5% Discount Promotion

Eligible Sprint Business Adjustable Rates Plan, Sprint Block of Time for Small Business, Sprint Business Flex All Calls All Day II (ACAD), and Sprint ACAD III customers may receive a 5% discount. In order to be eligible to receive the discount, a customer must subscribe to this promotion: 1) as instructed in direct mail literature or 2) when contacted by a Sprint representative. The 5% discount will be applied to Dial-1, FONCARD, and toll free in-state, state-to-state and international usage. The discount will not apply to monthly recurring charges, surcharges or taxes. The discount will be applied as a credit on the customer's invoice: 1) for as long as the customer remains subscribed to Sprint Business Adjustable Rates Plan, Sprint Block of Time for Small Business, Sprint Business Flex All Calls All Day II (ACAD), or Sprint ACAD III; or 2) until such time as Sprint cancels the benefits of this promotion. A customer may subscribe to this promotion through October 8, 2004.

Numbers 316 and 317 have been deleted.

318. Sprint Small Business AnyTime \$0.05 Per Minute Rate and MRC Waiver Promotion

Beginning May 1, 2004, this promotion will be available to Sprint Small Business AnyTime customers who subscribe to Sprint incumbent: 1) local service, 2) a features package, and 3) Sprint DSL for Business. A customer who subscribes to this promotion will receive: 1) a \$0.05 per minute rate for Dial-1 and toll free state-to-state calls and 2) a waiver of the Sprint Small Business AnyTime \$5.00 monthly recurring charge (MRC). The \$0.05 per minute rate and the waiver of the \$5.00 MRC will continue to be available until the customer cancels their Sprint Small Business AnyTime service. A customer who subscribes to this promotion may not subscribe to any other promotion. Subscription to this promotion is available through December 31, 2004

10. PROMOTIONAL OFFERINGS (Continued)

319. Sprint Savings Plus Promotion

Beginning June 11, 2004, new business customers may be eligible to receive a credit for each of the following services to which they subscribe. To be eligible for this promotion, a customer must 1) be contacted by Sprint or contact Sprint; 2) request this promotion; 3) subscribe to one of the following long distance services: Sprint Business FlexSM with All Calls All DaySM VI or VII, Sprint Small Business Anytime, Sprint Block of Time for Small Business; and 4) subscribe to one or more of the following services: Sprint PCS Voice Service, Sprint PCS Data Service, or Sprint DSL. Alternatively, a customer may subscribe to a Sprint Complete Sense for Bundle in addition to at least one other service listed in 4) above.

Eligible customers who meet the above requirements during the promotion period will receive a \$10.00 credit on each monthly invoice for each eligible service listed above and subscribed to during this promotion, excluding Sprint Complete Sense for Business, for the life of the account as long as the customer continues to subscribe to the service(s). Sprint Complete Sense for Business customers will receive a \$120.00 check in lieu of the monthly \$10.00 credit; however, the additional service(s) subscribed to under this promotion will be eligible for the \$10.00 monthly credit.

319. Sprint Savings Plus Promotion (Continued)

Customers subscribing to this promotion are also eligible to subscribe to Sprint Business Rewards, Sprint Business Flex with All Calls All Day (ACAD) VII Discount Promotion (#241), Sprint Business Flex with All Calls All Day (ACAD) Discount Promotion (#242), Sprint Business Flex with All Calls All Day (ACAD) VI Discount 15% Promotion (#258), Sprint Business Flex with All Calls All Day (ACAD) VII 15.44% Discount Promotion (#259) and Sprint Business Flex with All Calls All Day (ACAD) VII 30.46% Discount Promotion (#260). Subscription to this promotion is available through September 11, 2004, unless it is sooner changed or canceled by Sprint.

Number 320 has been deleted.

321. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) III

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge, and the local access line installation (non-recurring) charge for Domestic, DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services.

For DS1 local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. For DS3 local access lines, customer must enroll in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Sprint-provided access only and is not available for Customer-provided access, Sprint-coordinated vendor billed access, or co-located access.

10. PROMOTIONAL OFFERINGS (Continued)

321. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) III (Continued)

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge, or the local access line installation (non-recurring) charge.

The orders for new service must be activated by December 31, 2004. This promotion will expire on September 30, 2004, unless sooner changed or canceled by Sprint.

322. Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) III

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge for Domestic DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services

For DS1 local access lines, customer must enroll in a one, two, three, four, or five year Sprint Access Term Plan. For DS3 local access lines, customer must enroll in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these Central Office Connection installation (non-recurring) charges. This promotion is available for Customer-provided access only and is not available for Sprint-provided access, Sprint-coordinated vendor billed access, or Co-located access.

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts Central Office Connection installation (non-recurring) charges.

The orders for new service must be activated by December 31, 2004. This promotion will expire on September 30, 2004, unless sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**323. Access Coordination Fee ("ACF") Monthly Recurring Charge ("MRC") Waiver (Access Promotion No. 3) III**

New and existing Sprint customers are eligible to receive a waiver of the Access Coordination Fee monthly recurring charge for Domestic DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services

For DS1 local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. For DS3 local access lines, customer must enroll in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring ACF charges. This promotion is available for Sprint-provided access only and is not available for Customer-provided access, Sprint-coordinated vendor billed access, or co-located access.

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts Access Coordination Fee monthly recurring charges .

The orders for new service must be activated by December 31, 2004. This promotion will expire on September 30, 2004, unless sooner changed or canceled by Sprint.

324. Central Office Connection Monthly Recurring Charge Waiver III

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection Fee monthly recurring charges for Domestic DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services.

For DS1 local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. For DS3 local access lines, customer must enroll in a one, three, or five year Sprint Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring COC charges. This promotion is available for Sprint-provided access and Customer-provided access only and is not available for Sprint-coordinated vendor billed access or co-located access.

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts COC monthly recurring charges.

The orders for new service must be activated by December 31, 2004. This promotion is available for enrollment through September 30, 2004, unless it is changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

Numbers 325 through 328 have been deleted.

329. Frame Relay Discount Promotion IV

Sprint may offer eligible new business customers a discount. In order to be eligible for this promotion, the customer must subscribe to Domestic Enhanced Frame Relay Service on or after August 7, 2002. An eligible customer will receive the rates listed below in lieu of the Domestic Access Channel Monthly Recurring Charges set forth in Sections 12.6.2.6, 12.6.2.7 and 12.6.2.8. Customers will receive the rates listed below for Domestic PVC Charges in lieu of the Domestic PVC Monthly Recurring Charges set forth in section 12.6.3.3.c and 12.6.3.3.d. These rates will remain in effect until changed by Sprint. All other terms and conditions of Section 12 apply. This promotion will be available through September 30, 2005.

Domestic Access Channel Monthly Recurring Charges

<u>Speed (N x 64) (Kbps)</u>	<u>Speed (N x 56) (Kbps)</u>	<u>Monthly Recurring Charge (Each)</u>
64	56	\$245
128	112	455
192	168	535
256	224	610
320	280	715
384	336	845
448	392	920
512	448	1,015
576	504	1,105
640	560	1,160
704	616	1,195
768	672	1,250
896	784	1,465
1,024	896	1,590
1,280	1,120	1,830
T-1	1,536	2,060
3 Meg		3,865
4.5 Meg		5,295
6 Meg		6,390

10. PROMOTIONAL OFFERINGS (Continued)

329. Frame Relay Discount Promotion IV (Continued)

Domestic Access Channel Monthly Recurring Charges (Continued)

<u>Speed (N x 64) (Kbps)</u>	<u>Speed (N x 56) (Kbps)</u>	<u>Monthly Recurring Charge (Each)</u>
7.5 Meg		\$7,606
9 Meg		8,670
10.5 Meg		9,761
12 Meg		10,750
45 Meg		12,250

Frame Relay CIR for LAN PVCs and Frame Relay CIR for SNA/Voice PVCs

<u>PVC CIR (Kbps)</u>	<u>Frame Relay for LAN (MRC)</u>	<u>Frame Relay SNA/Voice (MRC)</u>
8		\$99
16	\$124	186
32	124	186
48	148	222
64	282	423
128	429	644
192	606	909
256	809	1,214
320	976	1,464
384	1,244	1,866
448	1,366	2,049
512	1,424	2,136
576	1,555	2,333
640	1,633	2,450
704	1,901	2,852
768	2,132	3,198
832	2,246	3,369
896	2,491	3,737
960	2,669	4,004
1,024	2,847	4,271
1,536	3,700	5,550
2,048	4,750	7,125
3,072	6,400	9,600
4,096	7,900	11,850

10. PROMOTIONAL OFFERINGS (Continued)

329. Frame Relay Discount Promotion IV (Continued)

Frame Relay CIR for LAN PVCs and Frame Relay CIR for SNA/Voice PVCs

<u>PVC CIR (Kbps)</u>	<u>Frame Relay for LAN (MRC)</u>	<u>Frame Relay SNA/Voice (MRC)</u>
4,608	\$8,385	\$12,578
5,120	9,370	14,054
6,144	10,135	15,203
7,168	10,535	15,803
7,680	10,845	16,268
8,192	11,390	17,085
9,216	12,400	18,600
10,752	13,225	19,838
12,288	13,860	20,790
13,824	14,570	21,855
15,360	15,400	23,100
16,896	17,065	25,598
18,432	18,063	27,095

Frame Relay 0-CIR for LAN PVCs and Frame Relay 0-CIR for SNA/Voice PVCs

<u>Port Speed (kbps)</u>	<u>Frame Relay 0 CIR for LAN (MRC)</u>	<u>Frame Relay 0 CIR for SNA/Voice (MRC)</u>
56/64	\$70	\$105
128	105	158
192	126	189
256	139	209
320	230	345
384	242	363
448	251	377
512	365	548
576	379	569
640	395	593
704	515	773
768	531	797
896	671	1,007
1024	698	1,047
1280	830	1,245
1536	995	1,493
3072	2960	4,440

10. PROMOTIONAL OFFERINGS (Continued)

329. Frame Relay Discount Promotion IV (Continued)

Frame Relay 0-CIR for LAN PVCs and Frame Relay 0-CIR for SNA/Voice PVCs

<u>Port Speed (kbps)</u>	<u>Frame Relay 0 CIR for LAN (MRC)</u>	<u>Frame Relay 0 CIR for SNA/Voice (MRC)</u>
\$4608	\$3800	\$75,700
6144	4360	6,540
7680	5120	7,680
9216	5600	8,400
10752	6320	9,480
12288	7080	10,620
13824	7547	11,321
15360	8386	12,579
16896	9080	13,620
18432	9920	14,880

Number 330 has been deleted.

331. Sprint Frame Relay Rate Cap Promotion II

The Customer's Sprint Domestic Enhanced Frame Relay Service Port and/or Permanent Virtual Circuit (PVC) base rates may be capped for the length of the initial term of the Customer's term agreement. These rates will be exempt from any rate increase(s) during the initial term of the agreement. This promotion is available upon commencement of the term for (1) new customers of a Sprint Domestic Enhanced Frame Relay Service Term Plan signing a 1, 2, or 3 year term Sprint Domestic Enhanced Frame Relay Sales Agreement, or (2) for existing customers executing renewals of a Sprint Domestic Enhanced Frame Relay Service Term Plan with 1, 3, or 5 months remaining on a 1, 2, or 3 year term plan, respectively, who sign a new 1, 2, or 3 year term Sales Agreement. Customer may subsequently add any of its associated locations which shall be eligible to receive this promotion for a period that is coterminous with the customer's Sprint Domestic Enhanced Frame Relay Service Sales Agreement, subject to eligibility requirements below.

In order to be eligible for the Sprint Domestic Enhanced Frame Relay Service Rate Cap offer, customer must sign a new Sprint Domestic Enhanced Frame Relay Service term agreement for 1, 2 or 3 years at the current rate in this Schedule, less any applicable discounts. The promotion applies to Sprint Domestic Enhanced Frame Relay physical access port and Sprint Domestic Enhanced Frame Relay Permanent Virtual Circuit (PVC) monthly recurring charges. Sprint IP Intelligent Frame Relay Service, SprintLink Frame Relay Service, and Sprint Enhanced Frame Relay over DSL Service are not eligible for this promotion. The Rate Cap promotion does not apply to any other charges or fees, including, but not limited to, local access charges, features, taxes, rates or surcharges to recover amounts that it is required by governmental or quasi-governmental authorities to collect on their behalf or to pay to others in support of statutory or regulatory programs, plus amounts to recover the administrative costs associated with such charges or programs. This promotion may be used only by Sprint business customers for commercial use. This promotion will be available to qualified customers until September 30, 2005.

10. PROMOTIONAL OFFERINGS (Continued)

332. Enhanced Frame Relay Business Environment Promotion III

Sprint may offer the following promotion to: (1) new Sprint customers who sign a Sprint Enhanced Frame Relay term agreement or (2) existing Sprint customers who sign a new Sprint Enhanced Frame Relay term agreement. The following provisions will apply to an eligible customer's Sprint Enhanced Frame Relay term agreement:

- (1) If Customer cannot, despite its best efforts, meet its Monthly Service Commitment ("MSC") because Customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond Customer's control, Sprint and Customer will cooperate in developing a new agreement to address the parties' concerns. The new agreement may include changes in rates, Discounts, Credits, MSC, Term or other provisions. To invoke this provision, Customer will: (i) notify Sprint in writing within 30 days after the business downturn and (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on Customer's operations and MSC Contributory Services usage; and (iii) sign a new Sprint Enhanced Frame Relay sales agreement with a Term that is equal to or longer than the Term in Customer's existing sales agreement. This provision will not apply if Customer elects to: (i) reduce its telecommunications services use; (ii) change its telecommunications network architecture or (iii) transfer part of its traffic or projected growth to other carriers. The customer's new sales agreement will supersede its existing sales agreement.
- (2) If Sprint materially fails to provide Sprint Enhanced Frame Relay services, Customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, Customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: (1) a local exchange carrier; (2) Customer premises equipment or (3) Customer. Customer will not receive any promotional credits after the date of Customer's termination notice.
- (3) If Customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, Customer's services usage charges for the substitute service will contribute to Customer's MSC.

This promotion will apply for the length of the customer's term agreement. Any reduction in a customer's MSC level under this Promotion may result in ineligibility for any or all existing promotions. This promotion will be available to qualified customers until September 30, 2005.

10. PROMOTIONAL OFFERINGS (Continued)

Number 333 has been deleted.

334. Sprint Voice Solutions and Sprint Voice VPN Solutions Exclusivity Requirement Waiver Promotion III

Sprint may offer the following promotion to: (1) new Sprint customers that sign a Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement or (2) existing Sprint customers who sign a new Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement. As the promotional benefit, Sprint will waive the requirement, set forth in Schedule No. 11, that a Sprint Voice Solutions or a Sprint Voice VPN customer must award Sprint 100% of its and its Affiliates' long distance communications service. This promotion will apply for the length of the customer's sales agreement. This promotion will be available to qualified customers until December 31, 2011.

335. Real SolutionsSM Annual, Sprint Voice Solutions and Sprint Voice VPN SolutionsSM Toll Free Waiver Promotion III

Customers subscribing to Sprint's Real Solutions Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions may receive one or more of the following promotional waivers of non-recurring (NRC) or monthly recurring charges (MRCs):

- o A waiver of the installation charges for the following applicable toll free service features: Area Code Routing, Area Code Selection, Area Code/Exchange Routing, Area Code/Exchange Selection, Call Allocation, Day of Week Routing, Day of Year Routing, DNIS, Real-Time ANI Delivery Service and Time of Day Routing (Section 6.2.4);
- o A waiver for six months of the MRCs for the following toll free features: Enhanced Routing (4-12 routing plans), Route Advance (Off-Net) and Route Advance (On-Net) (Section 6.2.4);

These promotional waivers will be available for sign-up through March 31, 2007, unless this promotion is changed or cancelled by Sprint.

336. Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion III

Sprint may offer the following promotion to new Sprint Voice Solutions and Sprint Voice VPN Solutions customers signing term agreements. In lieu of the requirement in Sprint Sprint Voice Solutions and Sprint Voice VPN Solutions that the customer award Sprint 100% of its and its Affiliates' long distance communications service, Sprint will offer the following:

Customer will award Sprint at least 85% of its and its Affiliates' long distance communications service. Customer must sign a Sales Agreement in order to be eligible for this promotion. This promotion applies for the length of the customer's term.

This promotion will be available to qualified customers until December 31, 2011.

10. PROMOTIONAL OFFERINGS (Continued)**337. Sprint Voice Solutions and Sprint Voice Solutions VPN Environment Promotion III**

Sprint may offer the following promotion to: (1) new Sprint customers that sign a Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement; or (2) existing Sprint customers who sign a new Sprint Voice Solutions or a Sprint Voice VPN Solutions sales agreement. The following provisions will apply to an eligible customer's Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement:

- (1) If a customer cannot meet its Minimum Annual Commitment (MAC) because the customer sells or disposes of a subsidiary or significant business unit, or because of a business downturn beyond customer's control, Sprint may allow the customer to reduce its MAC to an existing Sprint Voice Solutions or Sprint Voice VPN Solutions MAC level that is commensurate with the resulting reduction in usage charges. The customer will receive the rates associated with the reduced MAC level. To invoke this provision, an officer of the customer will: notify Sprint in writing within 30 days after the business downturn; (ii) include in the notice a description of the sale or disposition of the subsidiary or significant business unit, or the business downturn, and its effect on the customer's operations and services usage; (iii) certify that the customer has awarded Sprint the applicable percentage of its and its Affiliates' long distance communications service as required by Section 5. e. of its sales agreement; and (iv) sign a new Sprint Voice Solutions or Sprint Voice VPN Solutions sales agreement with a term that is equal to or longer than the term in the customer's existing sales agreement. The customer's new sales agreement will supersede its existing sales agreement. This provision will not apply if the customer decides to: reduce its telecommunications services use for reasons unrelated to a sale or disposition or business downturn; (ii) change its telecommunications network architecture; or (iii) transfer part of its telecommunications traffic or projected growth to other carriers.
- (2) If Sprint materially fails to provide Sprint Voice Solutions or Sprint Voice VPN Solutions services, the customer will provide prompt written notice to Sprint detailing the failure. If Sprint does not cure the failure within a reasonable time, the customer may, with 30 days' written notice, terminate this Agreement without incurring any termination liability. Sprint's material failure does not include a failure caused by circumstances not within Sprint's sole control including, but not limited to, a failure caused by: a local exchange carrier; (ii) customer premises equipment; or (iii) the customer. Customer will not receive any promotional credits after the date of its termination notice.
- (3) If the customer purchases a new service made available by Sprint during the Term as a direct substitute for an existing Sprint contributory service, the customer's services usage charges for the substitute service will contribute to the customer's MAC.

This promotion will apply for the length of the customer's sales agreement. Any reduction in a customer's MAC level under this Promotion may result in ineligibility for any or all existing promotions. This promotion will be available to qualified customers until December 31, 2011.

10. PROMOTIONAL OFFERINGS (Continued)**338. Sprint Rate Cap Promotion IV**

Sprint will offer this promotion to new and existing customers that meet the following requirements: (1) new Customers with at least a 1-year term agreement for Sprint Voice Solutions or Sprint Voice VPN Solutions with at least a \$12,000 Minimum Annual Commitment; or (2) existing customers who sign at least a 1-year term agreement for Sprint Voice Solutions or Sprint Voice VPN Solutions, with at least a \$12,000 Minimum Annual Commitment. Sprint will cap the current Sprint Voice Solutions or Sprint Voice VPN Solutions interstate, switched and dedicated outbound and inbound service usage base rates for the length of customer's term agreement. These rates will be exempt from any rate increase(s) during the term of the agreement. If Sprint Voice Solutions or Sprint Voice VPN Solutions interstate rates decrease, customer will receive the lower rate on the first invoice after the effective date of the rate change. Customer's initial switched locations must be activated by January 31, 2012 and initial dedicated locations must be activated by March 31, 2012. Customers will receive the benefit of this promotion for the remainder of their Sprint Voice VPN Solutions Term Plan. This promotion may be used only by Sprint Business customers for commercial use. This promotion will be available to qualified Customers until December 31, 2011, unless sooner changed or cancelled by Sprint.

339. Sprint Business Anytime and PCS Promotion

Beginning August 16, 2004, new Sprint Business Anytime customers may be eligible to receive this promotion. In order to be eligible to receive this promotion, a customer must sign up for PCS service. A customer who subscribes to this promotion will receive \$5 off of the Sprint Business Anytime monthly recurring charge. The customer will receive the \$5 discount each month until either Sprint Business Anytime or PCS service is cancelled. Except for the Sprint Business Anytime Toll Free Promotion, a customer may not subscribe to any other promotions. This promotion will be available for subscription through November 16, 2004, unless it is changed or canceled by Sprint.

340. Sprint Block of Time for Small Business and PCS Promotion

Beginning August 16, 2004, new Sprint Block of Time for Small Business customers may be eligible to receive this promotion. In order to be eligible to receive this promotion, a customer must: 1) subscribe to Sprint Block of Time for Small Business Option B, C, D, E, F, G, H, I, or K and 2) sign up for PCS service. A customer who subscribes to this promotion will receive \$10 off of the Sprint Block of Time for Small Business monthly recurring charge. The customer will receive the \$10 discount each monthly until either Sprint Block of Time for Small Business or PCS service is cancelled. This promotion will be available for subscription through November 16, 2004, unless it is changed or canceled by Sprint.

341. ISDN PRI Installation Waiver Promotion III

New and existing Sprint Voice Solutions, Sprint Voice VPN Solutions or existing Sprint Real Solutions who install new ISDN PRI channels prior to June 30, 2005 will receive a waiver of their Sprint provided, domestic ISDN PRI D Channel installation non-recurring charges in an amount not to exceed \$2,000 per ISDN PRI D Channel installed. In order to be eligible for this promotion a customer: 1) must be currently enrolled in or sign a new Sprint Voice Solutions one year, two year, or three year term plan; 2) must be currently enrolled in or sign a new Sprint Voice VPN Solutions one year, two year, or three year term plan; or 3) be currently enrolled in a Sprint Real Solutions term plan. This promotion will expire December 31, 2011, unless it is sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

342. Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) IV

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge, and the local access line installation (non-recurring) charge for Domestic, DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services.

New and existing Sprint OC3 and OC12 customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge and the Access Coordination Fee installation (non-recurring) charge, but they will not receive a waiver for the local access line installation (non-recurring) charge.

For DS1, DS3 and OCn local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these installation (non-recurring) charges. This promotion is available for Sprint-provided access only and is not available for customer-provided access, Sprint-coordinated vendor billed access, or co-located access.

The promotional waiver received under this promotion cannot be combined with any other promotion that discounts the Central Office Connection installation (non-recurring) charge, the Access Coordination Fee installation (non-recurring) charge, or the local access line installation (non-recurring) charge.

The orders for new service must be activated by March 31, 2012. This promotion will expire on December 31, 2011, unless it is sooner changed or canceled by Sprint

343. Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) IV

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection installation (non-recurring) charge for Domestic DDS 56 Kbps, DAL, DS1, DS3, OC3 or OC12 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services

For DS1, DS3, OC3, and OC12 local access lines, customer must enroll in a one, two, three, four, or five year Sprint Access Term Plan. The waiver credit will be applied to the customer's first invoice following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these Central Office Connection installation (non-recurring) charges. This promotion is available for customer-provided access only and is not available for Sprint-provided access, Sprint-coordinated vendor billed access, or co-located access.

The promotional waiver received under this promotion cannot be combined with any other promotion that discounts Central Office Connection installation (non-recurring) charges.

The orders for new service must be activated by March 31, 2012. This promotion will expire on December 31, 2011, unless it is sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

344. Access Coordination Fee ("ACF") Monthly Recurring Charge ("MRC") Waiver (Access Promotion No. 3) IV

New and existing Sprint customers are eligible to receive a waiver of the Access Coordination Fee (ACF) monthly recurring charge for Domestic DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services

For DS1 and DS3 local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring ACF charges. This promotion is available for Sprint-provided access only and is not available for customer-provided access, Sprint-coordinated vendor billed access, or co-located access.

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts ACF monthly recurring charges .

The orders for new service must be activated by March 31, 2012. This promotion will expire December 31, 2011, unless it is sooner changed on canceled by Sprint.

345. Central Office Connection Monthly Recurring Charge Waiver IV

New and existing Sprint customers are eligible to receive a waiver of the Central Office Connection Fee (COC) monthly recurring charges for Domestic DDS 56 Kbps, DAL, DS1, or DS3 local access lines used in conjunction with any Sprint Service requiring dedicated access, except interexchange Private Line Services.

For DS1 and DS3 local access lines, customer must enroll in a one, two, three, four, or five year Access Term Plan. The waiver credit will be applied to each of the customer's invoices following the customer's enrollment in this promotion and will not exceed Sprint's Scheduled rates for these monthly recurring COC charges. This promotion is available for Sprint-provided access and customer-provided access only and is not available for Sprint-coordinated vendor billed access or co-located access.

For DS1 and DS3 local access lines, this promotion will award for the remainder of the customer's Access Term Plan. For DDS 56 Kbps and DAL local access lines, this promotion will continue for the remainder of the customer's current underlying Sprint Service agreement. The promotional waiver received under this promotion cannot be combined with any other promotion that discounts COC monthly recurring charges.

The orders for new service must be activated by March 31, 2012. This promotion will expire December 31, 2011, unless it is sooner changed on canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

Number 346 has been deleted.

347. Sprint Up Sell Promotion II

Existing small business customers may be eligible to receive a discount on their Dial-1 interstate rate. In order to receive the discounted rate a customer must subscribe to Business Clout; Business Sense; Dial "1" WATS; Dial One WATS ADVANTAGE; FONLINE; Sprint Advanced WATS; Sprint Advanced WATS Plus; Sprint Block of Time for Small Business Options B, C, D, E, F, G, H, I, or K; Sprint Business Adjustable Rates Plan; Sprint Business AnyTime; Sprint Business Essentials; Sprint Business Flex 50; Sprint Business Flex 500; Sprint Business Flex 500 Advanced; Sprint Business Flex Basics; Sprint Business Flex With All Calls All Day Options III, III, IV, V, IV, VII domestic or international plan; Sprint Clarity; Sprint Direct 800; Sprint Small Business Unlimited Solutions; Sprint Ultra Toll Free; The Most For Business; Total Solution WATS or Ultra WATS. In addition the customer must: 1) subscribe to the Sprint PCS Five for Free offer and 2) switch their service to Sprint Business Flex With All Calls All Day Options VI or VII if they do not currently subscribe to Sprint Business Flex With All Calls Day Options VI or VII.

A customer who subscribes to this promotion will receive a \$.05 interstate rate for their Dial-1 calls. The customer will continue to receive the \$.05 rate as long as they remain subscribed to Sprint Business Flex With All Calls All Day Option VI or Option VII. This promotion is available for enrollment through March 31, 2005, unless sooner changed or cancelled by Sprint.

348. Sprint Business Anytime and PCS Promotion II

Beginning December 1, 2004, new Sprint Business Anytime customers may receive this promotion. In order to receive this promotion, a customer must: 1) contact Sprint in response to direct mail and 2) sign up for PCS service. A customer who subscribes to this promotion will receive \$5 off of the Sprint Business Anytime monthly recurring charge. The customer will receive the \$5 discount each month until the customer cancels either Sprint Business Anytime or PCS service. A customer who subscribes to this promotion may not subscribe to any other promotions. Subscription to this promotion is available through January 31, 2005, unless it is changed or canceled by Sprint.

Number 349 has been deleted.

350. Sprint Business Flex With All Calls All Day 20% Discount Promotion

Beginning January 1, 2005, Sprint new and existing business customers may receive a 20% discount on state-to-state long distance Dial-1, FONCARD and toll free usage. In order to receive this promotion, the customer must: 1) be a Sprint incumbent local exchange carrier (local) customer and 2) subscribe to Sprint Business Flex With All Calls All Day V, Sprint Business Flex With All Calls All Day VI or Sprint Business Flex With All Calls All Day VII domestic or international plan. A customer who subscribes to this promotion will receive the 20% discount, as long as they remain both a Sprint local and a Sprint long distance customer. If the customer discontinues either local or long distance service, the discount will no longer apply. The customer may not receive an Affinity discount. This promotion shall remain in effect through February 2, 2005, unless it is sooner changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

Number 351 has been deleted.

352. Sprint Small Business AnyTime MRC Waiver Promotion

Beginning January 1, 2005, Sprint Small Business AnyTime customers may be eligible to receive this promotion. In order to be eligible to receive this promotion, a customer must: 1) be a Sprint local incumbent service subscriber and 2) subscribe to a Sprint Solutions Package. The customer may choose one of the following feature packages: Classic Solution, Classic Solution with Voicemail, Rotary Classic Solution, Sprint Priority Solution, Sprint Priority Solution with Voicemail, Standard Solution II, Standard Solution II with Voicemail, Sure Solution II, or Sure Solution II with Voicemail. A customer who subscribes to this promotion will receive a waiver of the Sprint Small Business AnyTime \$5.00 monthly recurring charge (MRC). The waiver of the \$5.00 MRC will continue to be available until the customer cancels their Sprint Small Business AnyTime service. A customer who subscribes to this promotion may not subscribe to any other promotion. Subscription to this promotion is available through February 2, 2005.

353. Sprint Small Business AnyTime \$0.05 Per Minute Rate Promotion

This promotion will be available to new Sprint Small Business AnyTime customers who subscribe to Sprint incumbent: 1) local service; 2) a Sprint Solutions Package, and 3) Sprint DSL for Business. This promotion is also available to a customer who subscribes to five or more local lines. A customer may choose one of the following Sprint Solutions Packages: Classic Solution, Classic Solution with Voicemail, Rotary Classic Solution, Sprint Priority Solution, Sprint Priority Solution with Voicemail, Standard Solution II, Standard Solution II with Voicemail, Sure Solution II, or Sure Solution II with Voicemail. A customer who subscribes to this promotion will receive a \$0.05 per minute rate for Dial-1 and toll free state-to-state calls. The \$0.05 per minute rate will continue to be available until the customer cancels their Sprint Small Business AnyTime service, Sprint Solutions package, or DSL service. A customer who subscribes to this promotion may not subscribe to any other interstate long distance promotion. Subscription to this promotion is available through June 30, 2006, unless it is changed or cancelled by Sprint

354. Sprint Small Business AnyTime \$0.06 Per Minute Rate Promotion

This promotion will be available to new Sprint Small Business AnyTime customers who subscribe to Sprint incumbent: 1) local service and 2) a Sprint Solutions Package. This promotion is also available to a customer who subscribes to five or more local lines. A customer may choose one of the following Sprint Solutions Packages: Classic Solution, Classic Solution with Voicemail, Rotary Classic Solution, Sprint Priority Solution, Sprint Priority Solution with Voicemail, Standard Solution II, Standard Solution II with Voicemail, Sure Solution II, or Sure Solution II with Voicemail. A customer who subscribes to this promotion will receive a \$0.06 per minute rate for Dial-1 and toll free state-to-state calls. The \$0.06 per minute rate will continue to be available until the customer cancels their Sprint Small Business AnyTime service or Sprint Solutions package. A customer who subscribes to this promotion may not subscribe to any other interstate long distance promotion. Subscription to this promotion is available through June 30, 2006, unless it is changed or cancelled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**355. Sprint Business Sense \$0.10 Per Minute Promotion**

Beginning January 3, 2005, new Sprint Business Sense customers may be eligible to receive a discount off of their Dial-1 and Toll Free state-to-state and in-state per minute rates. In order to receive this promotion, a customer must: 1) be a Sprint incumbent local exchange service customer and 2) subscribe to the Sprint Business Sense \$0 commitment, non-term plan. A customer who subscribes to this promotion will receive a \$0.10 per minute rate for Dial-1 and toll free state-to-state and in-state calls. The \$0.10 per minute rate will continue to be available until the customer cancels their Sprint Business Sense \$0 commitment, non-term plan service or their Sprint incumbent local exchange service. Subscription to this promotion is available through February 28, 2005, unless it is sooner changed or cancelled by Sprint.

356. Sprint Small Business Toll Free Promotion

Sprint small business customers may receive a credit. In order to receive the credit, a customer must: 1) subscribe to Sprint incumbent local exchange service; 2) subscribe to Business Clout; Business Sense; Dial "1" WATS; Dial One WATS ADVANTAGE; Sprint Advanced WATS; Sprint Advanced WATS Plus; Sprint Block of Time for Small Business Options B, C, D, E, F, G, H, I, or K; Sprint Business Adjustable Rates Plan; Sprint Business AnyTime; Sprint Business Essentials; Sprint Business Flex 50; Sprint Business Flex 500; Sprint Business Flex 500 Advanced; Sprint Business Flex Basics; Sprint Business Flex With All Calls All Day Options III, III, IV, V, IV, VII domestic or international plan; Sprint Clarity; The Most For Business; Total Solution WATS or Ultra WATS; and 3) sign up for new toll free service. A customer who subscribes to this promotion will receive a credit of up to 100 minutes of state-to-state and in-state toll free usage for 12 months on their Sprint long distance invoice. If a customer cancels their Sprint incumbent local exchange service, they will no longer be eligible to receive this promotion. A customer may subscribe to this promotion through June 30, 2006, unless it is changed or cancelled by Sprint.

357. Sprint Business Flex With All Calls All Day VII 30.46% Discount Promotion II

New Sprint business customers may receive a 30.46% discount on state-to-state long distance Dial-1 and toll free usage. In order to receive this promotion, the customer must subscribe to a Sprint Business Flex With All Day VI or Sprint Business Flex With All Calls All Day VII domestic or international plan. In order to receive this promotion a customer must subscribe to it: 1) by contacting Sprint or 2) when contacted by a Sprint representative. The 30.46% discount will be applied to the customer's first partial and next eleven full invoices. A customer who subscribes to this promotion will not be eligible to receive an Affinity discount. This promotion shall remain in effect through September 30, 2007, unless it is changed or canceled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)**358. Sprint Business Sense \$0.10 Per Minute Promotion II**

New Sprint Business Sense customers may receive a discount off of their Dial-1 and Toll Free state-to-state and in-state per minute rates. In order to receive this promotion, a customer must subscribe to Sprint incumbent local exchange service and Sprint Business Sense \$0 commitment, non-term plan. In addition, a customer must be subscribed to five or more Business Local Exchange Service lines or any one of the following Sprint Solutions Business Packages: 1) Economy Solutions, 2) Economy Solution II, 3) Economy Solution II, 4) Sprint Priority Solution, 5) Rotary Classics Solutions, or 6) Sure Solution II.

A customer who subscribes to this promotion will receive a \$0.10 per minute rate for Dial-1 and toll free state-to-state and in-state calls. The \$0.10 per minute rate will continue to be available until the customer cancels their Sprint Business Sense \$0 commitment, non-term plan service or their Sprint incumbent local exchange service. Subscription to this promotion is available through June 30, 2006, unless it is sooner changed or cancelled by Sprint.

Number 359 has been deleted.

360. Sprint Custom Access Solutions T1 Bundle 1000 Minute Block of Time

Sprint business customers may be eligible to receive a 66.7% discount off the monthly recurring charge for Sprint Block of Time for Small Business (Option B). In addition, the Overage Per Minute Rate will be applied at \$0.04 per minute. In order to be eligible to receive this promotion a customer must: 1) subscribe to Sprint LTD's Sprint Custom Access Solutions, 2) subscribe to Sprint Block of Time for Small Business (Option B), and 3) accept billing for the Sprint Block of Time for Small Business on their Sprint LTD invoice. Customers subscribing to this promotion will receive these discounts until they cancel their Sprint Block of Time for Small Business (Option B) or disconnect the Sprint LTD service. The customer may not subscribe to any other promotion. This promotion will be available for enrollment through December 31, 2005, unless it is sooner changed or cancelled by Sprint.

361. Sprint Custom Access Solutions T1 Bundle 1000 Minute Block of Time II

Sprint business customers may be eligible to receive a 66.7% discount off the monthly recurring charge for Sprint Block of Time for Small Business (Option B). In addition, the Overage Per Minute Rate will be applied at \$0.04 per minute. In order to be eligible to receive this promotion a customer must: 1) subscribe to Sprint LTD's Sprint Custom Access Solutions, 2) subscribe to Sprint Block of Time for Small Business (Option B), and 3) accept billing for the Sprint Block of Time for Small Business on their Sprint LTD invoice. Customers subscribing to this promotion will receive these discounts until they cancel their Sprint Block of Time for Small Business (Option B) or disconnect the Sprint LTD service. The customer may not subscribe to any other promotion. This promotion will be available for enrollment through June 30, 2006, unless it is sooner changed or cancelled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

362. Sprint Business Simple Rate Promotion

Sprint Business Simple Rate customers may receive a one-time credit. In order to receive the credit, a customer must agree to subscribe to Sprint wireless service for a term of two years. Customers who subscribe to the Sprint Business Simple Rate \$30 plan will receive a one-time credit of \$30. Customers who subscribe to the Sprint Business Simple Rate \$50 plan will receive a one-time credit of \$50. The credit will be applied on the customer's third Sprint long distance invoice. Customers who subscribe to this promotion may not subscribe to any other Sprint wireline promotions. Enrollment for this promotion is available through December 31, 2011, unless it is changed or cancelled by Sprint.

10. PROMOTIONAL OFFERINGS (Continued)

[Reserved for Future Use]

10. PROMOTIONAL OFFERINGS (Continued)

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10. PROMOTIONAL OFFERINGS (Continued)

The following promotions are referenced in Schedule No. 12. The numbers have been changed as follows:

<u>Old #</u>	<u>New #</u>	<u>Promotion Name</u>
10.118	10.20	Real Solutions SM Annual, Sprint Voice Solutions and Sprint Voice VPN Solutions Free Waiver Promotion
10.212	10.31	Sprint Real Solutions VPN Discount Promotion #1
10.213	10.32	Sprint Real Solutions VPN Discount Promotion #2
10.214	10.33	Sprint Real Solutions VPN Discount Promotion #3
10.219	10.36 10.274 10.341	ISDN PRI Installation Waiver Promotion ISDN PRI Installation Waiver Promotion II ISDN PRI Installation Waiver Promotion III
10.220	10.37	ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #1 - This promotion has been moved to Schedule No. 8, promotion number 17, Sprint ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #1 IV.
10.221	10.38	ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #2 - This promotion has been moved to Schedule No. 8, promotion number 18, Sprint ISDN PRI Monthly Recurring Charge (MRC) Discount Promotion #2 IV.
10.223	10.39 10.275 10.321 10.342	Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) II Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) III Access Install Waiver (Sprint-Provided Access) (Access Promotion No. 1) IV
10.224	10.40 10.276 10.322 10.343	Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) II Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) III Access Install Waiver (Customer-Provided Access) (Access Promotion No. 2) IV
10.225	10.41 10.277 10.323 10.344	Access Coordination Fee Monthly Recurring Charge Waiver (Access Promo #3) Access Coordination Fee Monthly Recurring Charge Waiver (Access Promo #3) II Access Coordination Fee Monthly Recurring Charge Waiver (Access Promo #3) III Access Coordination Fee Monthly Recurring Charge Waiver (Access Promo #3) IV
10.258	10.258	Real Solutions Annual or Sprint Real Solutions VPN SM Discount Promotion
10.266	10.76 10.270	Real Solutions, Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion Real Solutions, Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion II

10. PROMOTIONAL OFFERINGS (Continued)

<u>Old #</u>	<u>New #</u>	<u>Promotion Name</u>
	10.336	Real Solutions, Sprint Voice Solutions and Sprint Voice VPN Exclusivity Requirement Promotion III
10.267	8.4	Flat Rate Access Promotion - This promotion has been moved to Schedule No. 8, promotion number 4.
10.303	10.98 10.272 10.337	Real Solutions Business Environment Promotion Real Solutions Business Environment Promotion II Real Solutions Business Environment Promotion III
10.314	10.107	Channel Discount Access Promotion
10.315	10.108	<u>Sprint Real Solutions Annual and Sprint Voice VPN Solutions Discount Promotion</u>