

<b>AWARD/CONTRACT</b>	1. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 350) <span style="float:right;">▶ RATING</span>	PAGE	OF	PAGES
2. CONTRACT (Proc. Inst. Ident.) NO. <b>GS00T07NSD0037</b>	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQUEST/PROJECT NO. <b>TQC-JTB-05-0002</b>		
5. ISSUED BY <b>GSA/FTS/TQC</b> 10300 Eaton Place, Fifth Floor Attention: Robert F. Abood 703-306-6461	CODE	6. ADMINISTERED BY (If other than Item 5)		CODE

7. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) <b>Level 3 Communications LLC</b> 1025 Eldorado Blvd Broomfield, CO 80021	8. DELIVERY <input type="checkbox"/> FOB ORIGIN <input type="checkbox"/> OTHER (See below)
	9. DISCOUNT FOR PROMPT PAYMENT  <b>N/A</b>
	10. SUBMIT INVOICES (4 copies unless otherwise specified) TO THE ADDRESS SHOWN IN <span style="float:right;">▶ ITEM</span>
CODE	FACILITY CODE

11. SHIP TO/MARK FOR In accordance with individual Service Orders issued under this contract	12. PAYMENT WILL BE MADE BY In accordance with individual Service Orders issued under this contract
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13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION: <input type="checkbox"/> 10 U.S.C. 2304(c) ( ) <input type="checkbox"/> 41 U.S.C. 253(c) ( )	14. ACCOUNTING AND APPROPRIATION DATA <b>2007.2007.299X.TDBA.00.A00VC110.TDC01.516</b>
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15A. ITEM NO.	15B. SUPPLIES/SERVICES	15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT

**15G. TOTAL AMOUNT OF CONTRACT** ▶ \$

16. TABLE OF CONTENTS							
(X)	SEC.	DESCRIPTION	PAGE(S)	(X)	SEC.	DESCRIPTION	PAGE(S)
PART I - THE SCHEDULE				PART II - CONTRACT CLAUSES			
X	A	SOLICITATION/CONTRACT FORM		X	I	CONTRACT CLAUSES	
X	B	SUPPLIES OR SERVICES AND PRICES/COSTS		PART III - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACH.			
X	C	DESCRIPTION/SPECS./WORK STATEMENT		X	J	LIST OF ATTACHMENTS	
X	D	PACKAGING AND MARKING		PART IV - REPRESENTATIONS AND INSTRUCTIONS			
X	E	INSPECTION AND ACCEPTANCE			K	REPRESENTATIONS, CERTIFICATIONS AND OTHER STATEMENTS OF OFFERORS	
X	F	DELIVERIES OR PERFORMANCE			L	INSTRS., CONDS., AND NOTICES TO OFFERORS	
X	G	CONTRACT ADMINISTRATION DATA			M	EVALUATION FACTORS FOR AWARD	
X	H	SPECIAL CONTRACT REQUIREMENTS					

**CONTRACTING OFFICER WILL COMPLETE ITEM 17 OR 18 AS APPLICABLE**

17. <input checked="" type="checkbox"/> CONTRACTOR'S NEGOTIATED AGREEMENT (Contractor is required to sign this document and return _____ copies to issuing office.) Contractor agrees to furnish and deliver all items or perform all the services set forth or otherwise identified above and on any continuation sheets for the consideration stated herein. The rights and obligations of the parties to this contract shall be subject to and governed by the following documents: (a) this award/contract, (b) the solicitation, if any, and (c) such provisions, representations, certifications, and specifications, as are attached or incorporated by reference herein. (Attachments are listed herein.)	18. <input type="checkbox"/> AWARD (Contractor is not required to sign this document.) Your offer on Solicitation Number _____ including the additions or changes made by you which additions or changes are set forth in full above, is hereby accepted as to the items listed above and on any condition sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your offer, and (b) this award/contract. No further contractual document is necessary.
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19A. NAME AND TITLE OF SIGNER (Type or print) <b>Jerry W. Hogge</b> Senior Vice President/General Manager Government Markets	20A. NAME OF CONTRACTING OFFICER <b>Robert F. Abood</b> Contracting Officer
19B. NAME OF CONTRACTOR BY <u>Jerry W. Hogge</u> (Signature of person authorized to sign)	20B. UNITED STATES OF AMERICA BY <u>[Signature]</u> (Signature of Contracting Officer)
19C. DATE SIGNED <b>5-31-07</b>	20C. DATE SIGNED <b>5/31/07</b>