

AWARD/CONTRACT		1. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 350)		RATING N/A		PAGE 1 OF 1 PAGES	
2. CONTRACT (Proc. Inst. Ident.) NO. GS00T0TNSD0002		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQUEST/PROJECT NO. TQC-JTB-05-0001			
5. ISSUED BY GSA/FTS/TQC 10300 Eaton Place, Fifth Floor Attention: John T. Braun 703-306-6423		CODE		6. ADMINISTERED BY (If other than Item 5)		CODE	
7. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Qwest Government Services, Inc. 4250 North Fairfax Drive Arlington, Virginia 22203				8. DELIVERY <input type="checkbox"/> FOB ORIGIN <input type="checkbox"/> OTHER (See below)			
				9. DISCOUNT FOR PROMPT PAYMENT N/A			
CODE				FACILITY CODE			
11. SHIP TO/MARK FOR In accordance with individual Service Orders issued under this contract.		CODE		12. PAYMENT WILL BE MADE BY In accordance with individual Service Orders issued under this contract		CODE	
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 2007.2001.299X.TDBA.00.A00VC110.TDC01.516			
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.			
19A. NAME AND TITLE OF SIGNER (Type or print) Diana Gowen Sr. Vice President, GM				20A. NAME OF CONTRACTING OFFICER John T. Braun Contracting Officer			
19B. NAME OF CONTRACTOR BY <u><i>Diana Gowen</i></u> (Signature of person authorized to sign)		19C. DATE SIGNED 3/29/07		20B. UNITED STATES OF AMERICA BY <u><i>John T. Braun</i></u> (Signature of Contracting Officer)		20C. DATE SIGNED 3/29/2007	

**UNIVERSAL
NETWORK
CONTRACT**



QWEST

MARCH 29, 2007



GENERAL SERVICES ADMINISTRATION

Standard Form 26

Universal Acquisition Contract No. GS00T07NSD0002

Contract Type: Fixed Price, Indefinite Delivery, Indefinite Quantity Contract.

Contract Term: Four years from the effective date with three two-year Government options to extend

Minimum Dollar Guarantee and Maximum Contract Limitation

- a. The minimum revenue guarantee for this contract is \$175 million.
- b. The maximum all-inclusive funding ceiling for this and any other contracts awarded as a result of solicitation No. TQC-JTB-05-0001 is \$48.1 Billion.

The minimum dollar guarantee and maximum contract limitation shall be applied to the base terms and all option years

Document Wide Changes

- The Networx RFP number TQC-JTB-05-0001 is replaced with Networx contract number GS00T07NSD0002.
- The word, "offeror," is replaced with contractor in most instances
- The word, "RFP," is replaced with the word, "contract," where appropriate.
- All amendment numbers in the headers are deleted
- All dates in the footers are deleted
- Each section contains continuous pagination

The following provision is incorporated in to the contract:

- The contractor's Final Revised Price Proposal, dated December 20, 2006, including the text and price submitted to the Networx Hosting Center (NHC), Contract Line Item Prices contained herein, and all amendments thereto, are hereby incorporated by reference into this contract.
- The contractor's Final Revised Technical Management, Past Performance and Business Proposals, dated December 13, 2006, and all amendments thereto, are hereby incorporated by reference into this contract, including the December 13, 2006 submission of the J.9 Tables to the NHC.
- The contractor's Small, Small Disadvantaged, Women-Owned Small, and HUBZone Small Business Concerns Subcontracting Plan, dated

March 22, 2007, and all amendments thereto, are hereby incorporated by reference into this contract.

The following is incorporated in to the contract

- Qwest's response to the Clarification Question dated February 8, 2007, Hand carried by Lisa Crawford Bruch, Manager of Contracts Administration to John T. Braun, GSA Contracting Officer.

Section A

The following content changes have been made to Section A

Section A	Content of Change
A	The section title and Table of contents are changed from "Standard Form 33, Solicitation, Offer and Award" to Standard Form, Award Contract."
A	SF 30 is replaced with SF26

Section B

The following content changes have been made to Section B

Section	Content Change
B	The Table of Contents and the List of Tables are updated.
	The item description in the NHC will be corrected to reflect the following information below. CLIN 760761 in the In Price Table B.3.2.4-1 is an FTTP access MRC routine CLIN (in the DAA) with the following description: "15 Mbps downstream, 2 Mbps upstream". The NHC states as the description: "FTTP Mbps downstream, 2 Mbps upstream".
	Section B of the RFP is update to reflect this correction. CLIN 709002 in Price Table B.2.15.1.3-1, is a MSS Feature in the RFP and has the following description: "High speed data – 128 Kbps". The NHC states as the description: "MSS High Speed Data - 1284 Kbps". Thus, the speed is 1284 instead of 128.

Section	Content Change								
	<p>All unit prices that had a start date of May 31, 2007 will be change to have a start date of March 29, 2007. All unit prices that had a stop date of May 31, 2017 will be changed to have a stop date of March 28, 2017.</p> <p>The following price tables below are updated to have all Contract Year 11 prices equal to Contract Year 10 that begin on October 1, 2015.</p> <table> <tr> <th>Number of Prices Requiring Adjustment</th><th>Table Name</th></tr> <tr> <td>48</td><td>CHS_domestic_prices</td></tr> <tr> <td>32</td><td>CHS_feature_prices</td></tr> <tr> <td>2</td><td>IPS_nonDom_port_intern_prices</td></tr> </table>	Number of Prices Requiring Adjustment	Table Name	48	CHS_domestic_prices	32	CHS_feature_prices	2	IPS_nonDom_port_intern_prices
Number of Prices Requiring Adjustment	Table Name								
48	CHS_domestic_prices								
32	CHS_feature_prices								
2	IPS_nonDom_port_intern_prices								

Section C

The following content changes have been made to Section C:

Section	Content Change
C	The Table of Contents, the List of Figures, and the List of Table are updated.

Section D

No content changes were made.

Section E

No content changes were made.

Section F

No content changes were made.

Section G

No content changes were made.

Section H

The following content changes have been made to Section H:

Section	Content Change
H	The Table of Contents, the List of Figures, and the List of Table are updated.
H.3	In item, (a) the sentence is changed to read as follows, "The minimum revenue for this contract is \$175 million."

Section I

The following content changes have been made to Section I:

Section	Content Change
I	Clause No. I.1.41 was update from "JUN2006" to "NOV2006"

Section J

The following content changes have been made to Section J:

Section	Content Change
J.	The Table of Contents, the List of Figures, and the List of Table are updated.
J.3	The section contents are deleted and the title is changed to "Reserved."
J.5	The section contents are deleted and the title is changed to "Reserved."
J.6	The section contents are deleted and the title is changed to "Reserved."
J.7	The section contents are deleted and the title is changed to "Reserved."
J.8	The section contents are deleted and the title is changed to "Reserved."
J.9	The section contents are deleted and the title is changed to "Reserved."
Apendix C	The last three row was deleted in the list of Networx contract files
J. 11	Terms of Glossary change wording in Mandatory from "Offeror must propose" to "contractor must provide"

Section K

Deleted.

Section L

Deleted.

Section M

Deleted.