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FORM CD-451 (REV 10/98) U.S. DEPARTMENT OF COMMERCE AMENDMENT TO FINANCIAL ASSISTANCE AWARD	<input checked="" type="checkbox"/> GRANT <input type="checkbox"/> COOPERATIVE AGREEMENT
	ACCOUNTING CODE <p style="text-align: center;">**See Attached**</p>
	AWARD NUMBER 05-50-M09009

RECIPIENT NAME Connect Arkansas	AMENDMENT NUMBER 3
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STREET ADDRESS 200 S. Commerce Street Suite 400	EFFECTIVE DATE SEP 28 2010
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CITY, STATE ZIP Little Rock, AR 72201	EXTEND WORK COMPLETION TO September 14, 2014
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CFDA NO. AND PROJECT TITLE:
 11.558 American Recovery and Reinvestment Act & SBDD - Connect Arkansas

COSTS ARE REVISED AS FOLLOWS:	PREVIOUS ESTIMATED COST	ADD	DEDUCT	TOTAL ESTIMATED COST
FEDERAL SHARE OF COST	\$2,081,238.00	\$4,094,128.00	\$0.00	\$6,175,366.00
RECIPIENT SHARE OF COST	\$520,310.00	\$1,023,532.00	\$0.00	\$1,543,842.00
TOTAL ESTIMATED COST	\$2,601,548.00	\$5,117,660.00	\$0.00	\$7,719,208.00

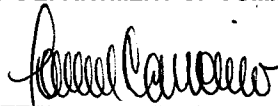
REASON(S) FOR AMENDMENT


This Grant is hereby emended to provide additional Federal funding in the amount of \$4,094,128.00 to complete the project to map broadband availability for five (5) years and engage in broadband planning activities for five (5) years for the state of Arkansas, pursuant to the American Recovery and Reinvestment Act of 2009 and the Broadband Data Improvement Act. Awards made pursuant to the State Broadband Data and Development Grant Program are available only to the single eligible entity designated by each State. Revised SAC #3 Federal Program Officer contact information.

ALL PREVIOUS TERMS AND CONDITIONS REMAIN IN EFFECT.

This Amendment approved by the Grants Officer is issued in triplicate and constitutes an obligation of Federal funding. By signing the three documents, the Recipient agrees to comply with the Amendment provisions checked below and attached, as well as previous provisions incorporated into the Award. Upon acceptance by the Recipient, two signed Amendment documents shall be returned to the Grants Officer and the third document shall be retained by the Recipient. If not signed and returned without modification by the Recipient within 30 days of receipt, the Grants Officer may unilaterally terminate this Amendment.

Special Award Conditions
 Line Item Budget
 Other:

SIGNATURE OF DEPARTMENT OF COMMERCE GRANTS OFFICER Joyce Brigham 	DATE SEP 27 2010
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TYPED NAME, TYPED TITLE, AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL  C. Sam Walls, President	DATE 10-25-10
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Award Number: 05-50-M09009, Amendment Number 3
 Federal Program Officer: Phillip English
 Requisition Number: M09009A
 Employer Identification Number: 26-0820192
 Dun & Bradstreet No: 801866984
 Recipient ID: 0525410
 Requestor ID: 0525410
 Treasury Account Symbol (TAS): 0554

Award ACCS Information

Agency Code	FY	Program/Title	Grant Code	Alt. Grant	Original Amount
61	2010	4805011-300	06-10-0000-00-00-00	41-19-00-00	\$4,094,128.00

Award Contact Information

Contact Name	Contact Title	Email	Phone
Mr. C. Sam Walls	Administrative	swalls@arcapital.com	501-372-9247
Sam Walls	Technical		501-372-9247

NIST Grants Officer:

Joyce Brigham
 100 Bureau Drive, MS 1650
 Gaithersburg, MD 20899-1650
 (301) 975 - 6329

NIST Grants Specialist:

Sandra Bearden
 100 Bureau Drive, MS 1650
 Gaithersburg, MD 20899-1650
 (301) 975 - 6646

**AMERICAN RECOVERY AND REINVESTMENT ACT
STATE BROADBAND DATA AND DEVELOPMENT GRANT PROGRAM
SPECIAL AWARD CONDITIONS
CONNECT ARKANSAS
05-50-M09009**

3. The Program Officer's name, address, and telephone number are:

Phillip English
National Telecommunications and Information Administration
US Department of Commerce
1401 Constitution Ave., NW, Ste. 4897
Washington, DC 20230
Phone: (202) 482-2038; Fax: (202) 501 0536
Email: PEnglish@ntia.doc.gov

6. Funding Clause

This amendment provides \$4,094,128.00 in additional Federal funds for the continued funding of this multi-year award for a total of \$6,175,366.00, for the Recipient's implementation of the State Broadband Data and Development Program activities described in the Recipient's application and proposal dated June 30, 2010 and revision dated June 26, 2010. The overall award period for this action will extend from September 15, 2009 through September 14, 2014. The Department of Commerce is not liable for any obligations, expenditures, or commitments which involve any amount in excess of the Federal amount presently available.

17. The Recipient shall be required to adhere to guidelines issued by NTIA regarding state broadband maps, associated content and websites or other publicly distributed materials, and provide notifications to NTIA before making substantial changes to any of the above materials.
18. In the event that program objectives in regard to data collection can no longer be achieved, the recipient may be allowed to modify its project proposal or terminate the project.
19. The Recipient has agreed to utilize a methodology that has been reviewed by external subject matter experts for the purpose of calculating households served by broadband within a given geography, and, where appropriate, to use the related questions found in the American Community Survey conducted by the Bureau of the Census.
20. Federal fund in excess of \$50,000 will not be released for all projects approved under this Amendment until NTIA has reviewed and approved a revised and detailed project plan, timeline and cost estimates, Awardees must submit these items within 120 days from the date of this Amendment, but may do so earlier. Revised budgets for data collection and related activities must include no more than a ten percent of the total five-year mapping

budget costs as a line-item to support the implementation of future, and currently unidentified, leading practices. Federal funds for this line item will not be released until NTIA has reviewed and approved the use of the funds. Notwithstanding the above, federal funds for all contracts expected to be in excess of \$100,000 will not be released until the Scope of Work, cost estimates and contractor qualifications are reviewed and approved by NTIA. Additionally, Awardee must provide to NTIA for review and approval job descriptions for new employees expected to be paid \$100,000 per year or more before Federal funding supporting these positions is released.

21. The awarding agency has the right to: 1) obtain, reproduce, publish or otherwise use data first produced under an award; and 2) authorize others to receive reproduce, publish or otherwise use such data for federal purposes. (Before authorizing others to use the material, a determination must be made that the use is for a federal purpose.) Except as otherwise specifically provided for in an award, authors may copyright any work that is subject to copyright and was developed under an award. When claim is made to copyright, the applicable copyright notice of 17 U.S.C. 401 or 402 and acknowledgment of Federal government sponsorship shall be affixed to the work when and if the work is delivered to the Federal government, is published, or is deposited for registration as a published work in the U.S. Copyright office. The copyright owner shall grant to the Federal government, and others acting on its behalf, a paid-up, nonexclusive, irrevocable, worldwide license for all such works to reproduce, publish, or otherwise use the work for Federal government purposes. See 15 CFR § 14.36, 24.34
22. Awardees also receiving Broadband Technology Opportunities Program (BTOP) awards shall not utilize funds BTOP and SBDD funds for the identical activity.

BUDGET INFORMATION - Non-Construction Programs

SECTION A: BUDGET SUMMARY							
Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		Total (g)	
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)		
1. SBBD	11.558	\$	\$	\$ 4,094,128.00	\$ 1,023,532.00	\$ 5,117,660.00	
2.						0.00	
3.						0.00	
4.						0.00	
5. Totals		\$ 0.00	\$ 0.00	\$ 4,094,128.00	\$ 1,023,532.00	\$ 5,117,660.00	
SECTION B: BUDGET CATEGORIES							
6. Object Class Categories	GRANT PROGRAM, FUNCTION OR ACTIVITY						
	(1)	Federal (2)	Non-Federal (2)	(3)	Federal (e)	Non-Federal (f)	Total (5)
a. Personnel	\$	1,256,541.00	\$ 153,207.00	\$	\$	\$	1,409,748.00
b. Fringe Benefits		244,165.00	19,866.00				264,031.00
c. Travel		39,000.00					39,000.00
d. Equipment		39,400.00					39,400.00
e. Supplies		109,920.00					109,920.00
f. Contractual		1,834,600.00	571,792.00				2,406,392.00
9. Construction							0.00
h. Other		363,423.00	237,600.00				601,023.00
i. Total Direct Charges (sum of 6a-6h)		3,887,049.00	982,465.00	0.00	0.00		4,869,514.00
j. Indirect Charges		207,079.00	41,067.00				248,146.00
k. TOTALS (sum of 6i and 6j)	\$	4,094,128.00	\$ 1,023,532.00	\$ 0.00	\$ 0.00	\$	5,117,660.00
7. Program Income	\$			\$		\$	0.00

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SECTION C - NON-FEDERAL RESOURCES					
(a) Grant Program	(b) Applicant	(c) State	(d) Other Sources	(e) TOTALS	
8. SBBB	\$ 261,360.00	\$ 930,180.00	\$	\$ 1,191,540.00	
9.				0.00	
10.				0.00	
11.				0.00	
12. TOTAL (sum of lines 8-11)	\$ 261,360.00	\$ 930,180.00	\$ 0.00	\$ 1,191,540.00	

SECTION D - FORECASTED CASH NEEDS					
	Total for 1st Year	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
	13. Federal	\$ 0.00	\$	\$	\$
14. Non-Federal	0.00				
15. TOTAL (sum of lines 13 and 14)	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00

SECTION E - BUDGET ESTIMATES OF FEDERAL FUNDS NEEDED FOR BALANCE OF THE PROJECT					
(a) Grant Program	FUTURE FUNDING PERIODS (Years)				
	(b) First	(c) Second	(d) Third	(e) Fourth	
16.SBBB	\$	\$	\$	\$	\$
17.					
18.					
19.					
20. TOTAL (sum of lines 16-19)	\$	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00

SECTION F - OTHER BUDGET INFORMATION

21. Direct Charges:

22. Indirect Charges:

23. Remarks: