AWARD NUMBER: NT10BIX5570107

OMB CONTROL NUMBER: 0660-0037 EXPIRATION DATE: 12/31/2013

| DATE: 08/15/2012 | | | | EXPIRATION DATE: 12/3 | 31/2013 | |
|---|----------------------|--------------|---|------------------------------------|--------------|--|
| QUARTERLY PERFORMANCE PROG | RESS REPORT | T FOR BE | ROADBAN | D INFRASTRUCTURE PROJ | ECTS | |
| General Information | | | | | | |
| I. Federal Agency and Organizational Element to Which Report is Submitted | | | ber | 3. DUNS Number | | |
| Department of Commerce, National Telecommunications and Information Administration | NT10BIX557010 |)7 | | 020271826 | | |
| 4. Recipient Organization | I | | | | | |
| Texas A&M University 750 Agronomy Road, Ste | 2701, College Sta | ation, TX 7 | 7843-0001 | | | |
| 5. Current Reporting Period End Date (MM/DD/YYY | Y) | 6. Is this t | he last Repoi | rt of the Award Period? | | |
| 06-30-2012 | | | | ○ Yes ● No | | |
| 7. Certification: I certify to the best of my knowledg purposes set forth in the award documents. | e and belief that th | is report is | correct and | complete for performance of activi | ties for the | |
| 7a. Typed or Printed Name and Title of Certifying O | fficial | | 7c. Telephoi | ne (area code, number and extensi | on) | |
| Marcie Avery | | | X | | | |
| | | | 7d. Email Address | | | |
| | | | mavery@tamu.edu | | | |
| 7b. Signature of Certifying Official | | | 7e. Date Report Submitted (MM/DD/YYYY): | | | |
| Submitted Electronically | | | 08-15-2012 | | | |
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Project Indicators (This Quarter)

1. Please describe significant project accomplishments completed during this quarter (600 words or less).

For the quarter ending June 30, 2012 the remainder of work on the Galveston Ship channel bore was successfully completed final construction including placing and terminating the fiber. Construction in Texarkana continues with approximately 24 miles of subduct and aerial placement complete at this time. Also on the Texarkana project we were able to complete that fiber segment for the Atlanta ISD and connect three CAIs. The Prairie View segment is reporting 6.6 miles of construction complete. Mid May construction started on Comanche segment reporting 11.4 miles of construction completed of the Stephenville project with preliminary core boring at the Grant Building on the Tarleton campus in early June. The joint BTOP effort with the City of Corpus Christi and TAMU CC started in early May and 5 locations have been completed with 2.8 miles of fiber placed, including the BTOP fiber for the Education Service Center for Region 8 reporting them as connected CAI for the quarter.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Percent Complete column and "N/A" in the Narrative column if your project does not include this activity. If you provided additional milestones in your baseline plan, please insert them at the bottom of the table. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the percent complete is different from the target provided in your baseline plan (300 words or less).

| | Milestone | Percent Complete | Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer) |
|-----|--|---------------------|--|
| 2a. | Overall Project | 42 | Baseline anticipated almost 100% completion at this point. Due to delays in EA, and permitting issues we are anticipating completion in February of 2013. Aggressive construction is currently underway on our two major segments, Texarkana and Stephenville. |
| 2b. | Environmental Assessment | 100 | No Variance |
| 2c. | Network Design | 100 | No Variance |
| 2d. | Rights of Way | 99 | One remaining right of way to negotiate with City of Waco which we anticipate receiving within the next 60 days. This segment is not scheduled for construction until November of 2012 |
| 2e. | Construction Permits and Other Approvals | 98 | City of Waco Permit is pending resolution of Franchise agreement for ROW access |
| 2f. | Site Preparation | 100 | No Variance |
| 2g. | Equipment Procurement | 75 | Delays caused by supplier problems have resolved with major part of materials and equipment received. In order to optimize equipment warranty for Network access equipment it is our intention to order 30-60 days prior to turn up. We are currently ordering all of the final routers, and doing final engineering on the balance of the DWDM systems. |
| 2h. | Network Build (all components - owned, leased, IRU, etc) | 44 | Baseline anticipated being at about 98% at this time but for the same reasons as above we are at 44%. All permits other than Waco are now complete. We have doubled our construction crew size in Stephenville and we are not installing at a rate faster than originally scheduled. As above, we anticipate completion of all fiber segments by February of 2013. |
| 2i. | Equipment Deployment | 30 | The delays in construction have delays in the equipment deployment since it is dependant upon fiber completion. We anticipate final equipment deployment no later than March of 2013 |
| 2j. | Network Testing | 15 | Delays caused by supplier problems have resolved with major part of materials and equipment received. Testing will be done as rapidly as we can deploy fiber and equipment. |
| 2k. | Other (please specify): | 0 | n/a |

3. To the extent not covered above, please describe any challenges or issues faced during this past quarter in achieving planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

We were notified by some of the utility companies that our projects may be impacted as a result of tornadoes and severe weather in their service areas not necessarily our project areas and that they would give priority to the restoration of services in affected areas. Their crews worked very diligently and lessened the impact to our project effort wherever possible. We are working with TxDOT to resolve an issue concerning the location of some underground drainage and traffic signal utilities which has currently stalled construction on the Prairie View Project segment.

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4. Please report the following information regarding network build progress. Write "0" in the Total column and "N/A" in the Narrative column if your project does not include this activity. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the total is different from the target provided in your baseline plan (600 words or less).

| Indicator | Total | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) |
|--|-------|--|
| New network miles deployed | 62 | We are aggressively following our revised construction plan to improve the number of miles deployed in order to be on track with the project plan. New construction mileage for this quarter includes Texarkana 23.51, Prairie View 6.65, Galveston 1.21, Corpus Christi 2.8, Laredo .42 and Stephenville 11.41. At the end of the quarter we had doubled the size of the team for Stephneville and we were installing at a faster pace. |
| New network miles leased | 0 | n/a |
| Existing network miles upgraded | 86 | Existing network miles upgraded is the connection between Waco and Temple via TLSN and Commerce to Dallas. These are in operation with traffic running across the network. |
| Existing network miles leased | 0 | n/a |
| Number of miles of new fiber (aerial or underground) | 62 | We are aggressively following our revised construction plan to improve the number of miles deployed in order to be on track with the project plan. New construction mileage for this quarter includes Texarkana 23.51, Prairie View 6.65, Galveston 1.21, Corpus Christi 2.8, Laredo .42 and Stephenville 11.41. At the end of the quarter we had doubled the size of the team for Stephneville and we were installing at a faster pace. |
| Number of new wireless links | 0 | n/a |
| Number of new towers | 0 | n/a |
| Number of new and/or upgraded interconnection points | 5 | Five of the twenty interconnection points have been upgraded. They are Riverside Campus, Campbell POP (Commerce), Valley Telephone POP (Corpus Christi), Valley Telephone POP (San Antonio), TLSN POP (Temple). All will be completed by February of 2013. |

For questions 5 and 6 please include information relating to agreements that you are negotiating or have entered into, or that your sub recipient, contractor or subcontractor is negotiating or entered into.

5a. If applicable, please provide the following information with regard to agreements with broadband wholesalers and/or last mile providers as a result of your project.

| Indicators | |
|---|---|
| Number of signed agreements with broadband wholesalers or last mile providers | 3 |
| Number of agreements currently being negotiated with broadband wholesalers or last mile providers | 4 |
| Average term of signed agreements (in quarters) | 8 |

5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers: Peoples Telephone, Texas Lonestar Network, and Totelcom

5c. What wholesale services are being provided by this project? Please describe below. As an attachment to this report, please provide pricing plans (in \$ per month) associated with each wholesale service provided by your product (100 words or less). Wholesale services description:

None at this time

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5d. If you have designated a third party to operate all or a portion of your network, please provide the name and contact information for this third party, indicate if this entity is a sub recipient, contractor, and/or subcontractor, and describe with specificity the portion of your network this third party operates (600 words or less).

Totelcom which is a sub-recipient will operate the Stephenville fiber. Mid Plains Telephone which is a sub recipient will operate the Canyon fiber. Contacts for these two subrecipients are: Jimmy Dennington of Totelcom (254-893-1000) and Rob Wilkinson of Mid Plains Telephone (806-866-9900).

6. Please provide the data according to the type of subscriber. Write "0" in the Total column and "N/A" in the Narrative column if your project does not pass or serve a particular subscriber type. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the total is different from the target provided in your baseline plan (300 words or less).

| Subscriber Type | Access Type | Total | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) |
|--|---|-------|--|
| Broadband Wholesalers or Last Mile Providers | Providers with signed agreements receiving new access | 0 | There are several agreements pending but none in place due to construction delays. |
| | Providers with signed agreements receiving improved access | 0 | There are several agreements pending but none in place due to construction delays. |
| | Providers with signed agreements receiving access to dark fiber | 0 | There has only been one inquiry into dark fiber at this time. |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | n/a |
| Community Anchor Institutions (including Government institutions) | Total subscribers served | 14 | CAI's connected this quarter include: Atlanta ISD (4 facilities) Atlanta, TX and Education Services Center Region 2, Corpus Christi, TX were added this quarter. We predicted 30 at this time on our baseline but are behind due to construction delays. All CAIs will be connected my April of 2013 |
| | Subscribers receiving new access | 14 | CAI's connected this quarter include: Atlanta ISD (4 facilities) Atlanta, TX and Education Services Center Region 2, Corpus Christi, TX were added this quarter. We predicted 30 at this time on our baseline but are behind due to construction delays. All CAIs will be connected my April of 2013 |
| Subscribers receiving improved access | | 0 | n/a |
| | Please identify the speed tiers that are available and the number or subscribers for each | 2 | 1 Gig and 10 Gig |
| Residential / Households | Entities passed | 0 | No Variance as this is not a last mile project |
| | Total subscribers served | 0 | No Variance as this is not a last mile project |
| | Subscribers receiving new access | 0 | No Variance as this is not a last mile project |
| | Subscribers receiving improved access | 0 | No Variance as this is not a last mile project |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | No Variance as this is not a last mile project |
| Businesses | Entities passed | 0 | No Variance as this is not a last mile project |
| | Total subscribers served | 0 | No Variance as this is not a last mile project |
| | Subscribers receiving new access | 0 | No Variance as this is not a last mile project |
| | Subscribers receiving improved access | 0 | No Variance as this is not a last mile project |

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| Subscriber Type | er Type Access Type | | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) | | | | | | |
|---|---|---------------|---|--|--|--|--|--|--|
| | Please identify the speed tiers that are available and the number of subscribers for each | | No Variance as this is not a last mile project | | | | | | |
| 7. Please describe any special offerings you may provide (600 words or less). None at this time. | | | | | | | | | |
| 8a. Have your network | management practices changed over the | last quarter? | ○ Yes ● No | | | | | | |
| 8b. If so, please describe the changes (300 words or less). n/a | | | | | | | | | |

9. Community Anchor Institutions:

Using the table below, please provide a list by service area of the community anchor institutions (including Government institutions) connected to your network as a result of BTOP funds. Figures should be reported for the most recent reporting quarter only (NOT cumulatively). Also indicate whether your organization is currently providing broadband service to the anchor institution. Finally, provide a short narrative description with examples of how institutions are using BTOP-funded infrastructure (300 words or less).

| | | | T | |
|-------------------------|------------|-----------------|------------------|--|
| Institution Name | Service | Type of Anchor | Are you also the | Narrative description of how anchor institutions are using BTOP- |
| | Area (town | Institution (as | broadband | funded infrastructure |
| | or county) | defined in your | service provider | |
| | | baseline) | for this | |
| | | - | institution? | |
| | | | (Yes / No) | |
| | | | (1007110) | |
| | | | | will directly benefit from this project through access to |
| Atlanta ISD ADMIN | Atlanta | Schools K-12 | no | broadband technology and resources previously unavailable or of |
| | | | | limited bandwidth. |
| | | | | |
| | | | | will directly benefit from this project through access to |
| Atlanta High School | Atlanta | Schools K-12 | no | broadband technology and resources previously unavailable or of |
| | | | | limited bandwidth. |
| | | | | will directly benefit from this project through access to |
| Atlanta ISD Technology | Atlanta | Schools K-12 | no | broadband technology and resources previously unavailable or of |
| Center | Atlanta | 30110013 K-12 | 110 | limited bandwidth. |
| | | | | illilled balldwidth. |
| | | | | will directly benefit from this project through access to |
| Atlanta Middle School | Atlanta | Schools K-12 | no | broadband technology and resources previously unavailable or of |
| | | | | limited bandwidth. |
| | | | | |
| Educational Service Ctr | Corpus | | | will directly benefit from this project through provision of |
| Region 2 | Christi | Schools K-12 | no | broadband technology and resources previously unavailable or of |
| | J15ti | | | limited bandwidth. |

Project Indicators (Next Quarter)

1. Please describe significant project accomplishments planned for completion during the next quarter (600 words or less).

In summary, we plan to deploy an additional 40 miles, have an additional 10 CAIs connected, and the final four broadband wholesaler/last mile provider agreements should be executed by the end of the 3rd Qtr, 2012.

Finalization for the deployment and construction schedule of the City portion of the Texarkana project segment with substantial completion of the remaining fiber and connection to the Level 3 POP South of Atlanta. Completion of the construction of the remaining Corpus Christi sites with close coordination among the subrecipients to provide splicing and termination of BTOP fiber to assure CAI connectivity as proposed. Completion of the Bore across US Highway 290 on the Prairie View Project. Resolution of Franchise and permitting with City of Waco should allow us to begin construction on the Waco project segment. Completion of construction between Stephenville to Desedmona.

An invoice for \$540,210 was expensed on the last day of June and could not make the draw down for this quarter. It will be reflected in next quarter. TotelCom matching for approximately \$180,118 has been received but not reviewed for audit purposes. It will be reflected in next quarter.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Planned Percent Complete column and "N/A" in the Narrative column if your project does not include this activity. If you provided additional milestones in your baseline plan, please insert them at the bottom of the table. Unless otherwise indicated in the instructions, figures should be reported cumulatively from

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| g- | get provided in your paseline plan (300 words or less). | | | | | | |
|-----|---|--------------------------------|--|--|--|--|--|
| | Milestone | Planned Percent Complete | Narrative (describe reasons for any variance from baseline plan or any other relevant information) | | | | |
| 2a. | Overall Project | 68 | We anticipate completing the majority of both the Stephenville and Texarkana construction. In addition, the TAMU CIS core routers are being installed, all of the access routers are now on order, and the Campbell generator will be installed. | | | | |
| 2b. | Environmental Assessment | 100 | No Variance | | | | |
| 2c. | Network Design | 100 | No Variance | | | | |
| 2d. | Rights of Way | 100 | We anticipate resolution with City of Waco Franchise Agreement | | | | |
| 2e. | Construction Permits and Other Approvals | 100 | Resolution with City of Waco andPermit approvals granted thereafter | | | | |
| 2f. | Site Preparation | 100 | No Variance | | | | |
| 2g. | Equipment Procurement | 80 | Remaining equipment will continue to be ordered in the 30-60 day window prior to deployment for warranty purposes. | | | | |
| 2h. | Network Build (all components - owned, leased, IRU, etc.) | 68 | The 70% completion rate will keep us on track for completing by the revised February 2013 date. | | | | |
| 2i. | Equipment Deployment | 35 | This remains dependent on fiber terminations, testing and specific interconnections being completed. We are aggressively pursuing our established project goals for deployment. | | | | |
| 2j. | Network Testing | 25 | Network Testing remains dependent on fiber placing/splicing/terminations and will follow a close schedule behind equipment deployment. | | | | |
| 2k. | Other (please specify): | 0 | n/a | | | | |

3. Please describe any challenges or issues anticipated during the next quarter that may impact planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

TxDOT may factor into any unforeseen delays relative to weather as they have on previous occasions halted our construction when conditions in the rights of way were less than optimal. One of the major project sites has presented us with soil composition challenges, that being rock which lends itself to a slower construction pace and creates a higher level maintenance requirements for equipment such as rock saws.

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Infrastructure Budget Execution Details

Activity Based Expenditures (Infrastructure)

1. Please provide details below on your total budget, cumulative actual expenditures (for the period ending the current quarter), and cumulative anticipated expenditures (for the period ending next quarter) for each line item, including detailed disbursements of both matching funds and federal funds from project inception through end of this quarter (actual) or next quarter (anticipated). Actual and anticipated figures should be reported cumulatively from award inception to the end of the applicable reporting quarter.

| Budget for Entire Project | | | | Actuals from Project Inception through End of Current Reporting Period | | | Anticipated Actuals from Project Inception through End of Next Reporting Period | | |
|---|----------------------|-----------------------------|----------------------------|--|-------------------|------------------|---|-------------------|------------------|
| Cost Classification | Total Cost (plan) | Matching Funds (plan) | Federal Funds (plan) | Total Cost | Matching Funds | Federal Funds | Total Costs | Matching Funds | Federal Funds |
| a. Administrative and legal expenses | \$71,820 | \$0 | \$71,820 | \$29,444 | \$0 | \$29,444 | \$37,000 | \$0 | \$37,000 |
| b. Land, structures, right-of-ways, appraisals, etc. | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| c. Relocation expenses and payments | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| d. Architectural and engineering fees | \$728,629 | \$157,169 | \$571,460 | \$439,644 | \$0 | \$439,644 | \$459,644 | \$6,000 | \$453,644 |
| e. Other architectural and engineering fees | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| f. Project inspection fees | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| g. Site work | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| h. Demolition and removal | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| i. Construction | \$8,687,612 | \$2,835,117 | \$5,852,495 | \$3,505,607 | \$1,585,644 | \$1,919,962 | \$5,958,470 | \$2,200,000 | \$3,758,470 |
| j. Equipment | \$55,000 | \$0 | \$55,000 | \$0 | \$0 | \$0 | \$55,000 | \$0 | \$55,000 |
| k. Miscellaneous | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| I. SUBTOTAL (add a through k) | \$9,543,061 | \$2,992,286 | \$6,550,775 | \$3,974,695 | \$1,585,644 | \$2,389,050 | \$6,510,114 | \$2,206,000 | \$4,304,114 |
| m. Contingencies | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | | | |
| n. TOTALS (sum of I and m) | \$9,543,061 | \$2,992,286 | \$6,550,775 | \$3,974,695 | \$1,585,644 | \$2,389,050 | \$6,510,114 | \$2,206,000 | \$4,304,114 |

^{2.} Program Income: Please provide the program income you listed in your application budget and actuals to date through the end of the reporting period.

a. Application Budget Program Income: \$0 b. Program Income to Date: \$0