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FORM CD-451 (REV 10/98)	U.S. DEPARTMENT OF COMMERCE	X GRANT	COOPERATIVE AGREEMENT
AMENDMENT TO FINANCIAL ASSISTANCE AWARD		ACCOUNTING CODE **See Attached**	
		AWARD NUMBER 53-43-B10595	

RECIPIENT NAME Toledo Telephone Company, Inc.	AMENDMENT NUMBER 2
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STREET ADDRESS 183 Plomondon Road	EFFECTIVE DATE DEC 16 2011
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CITY, STATE ZIP Toledo, WA 98591-9709	EXTEND WORK COMPLETION TO September 29, 2013
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CFDA NO. AND PROJECT TITLE:
11.557 American Recovery and Reinvestment Act - SBA - Toledo / Cowlitz Broadband Initiative - Sustainable Broadband Adoption (SBA)

COSTS ARE REVISED AS FOLLOWS:	PREVIOUS ESTIMATED COST	ADD	DEDUCT	TOTAL ESTIMATED COST
FEDERAL SHARE OF COST	\$2,108,475.00	\$0.00	\$0.00	\$2,108,475.00
RECIPIENT SHARE OF COST	\$760,653.00	\$0.00	\$0.00	\$760,653.00
TOTAL ESTIMATED COST	\$2,869,128.00	\$0.00	\$0.00	\$2,869,128.00

REASON(S) FOR AMENDMENT
This grant is hereby amended to 1) approve and incorporate the revised budget as requested by the recipient, the revised budget moves \$478,500 of Federal Funds and \$209,250 of non-Federal Matching Funds from equipment category to supplies; 2) acknowledge receipt of recipient's completion of Historical Preservation consultation and approval to satisfy Special Award Condition (SAC) #19; 3) update the contact information in SAC #3 and SAC #4.

ALL PREVIOUS TERMS AND CONDITIONS REMAIN IN EFFECT.

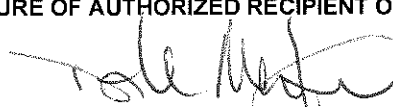
This Amendment approved by the Grants Officer is issued in triplicate and constitutes an obligation of Federal funding. By signing the three documents, the Recipient agrees to comply with the Amendment provisions checked below and attached, as well as previous provisions incorporated into the Award. 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 Jannet Cancino 	DATE DEC 15 2011
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TYPED NAME, TYPED TITLE, AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL DALE MERTEN C.O.O. 	DATE 12/19/2011
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Award Number: 53-43-B10595, Amendment Number 2

Federal Program Officer: Karen Hanson

Requisition Number: 5454

Employer Identification Number: 910639280

Dun & Bradstreet No: 00-27-99641

Recipient ID: 5318767

Requestor ID: 5318767

Treasury Account Symbol (TAS): 0554

Award ACCS Information

Bureau Code	FCFY	Project-Task	Org Code	Obj Class	Obligation Amount
61	2010	4804011-300	06-10-0000-00-00-00-00	41-19-00-00	\$0.00

Award Contact Information

Contact Name	Contact Type	Email	Phone
Mr. Dale Merten	Administrative	BTOP@toledotel.com	360-864-2044

NIST Grants Officer:

Jannet Cancino
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975 - 6544

NIST Grants Specialist:

Shiou Yun Liu
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975 - 8162

**AMERICAN RECOVERY AND REINVESTMENT ACT
BROADBAND TECHNOLOGY OPPORTUNITIES PROGRAM
SPECIAL AWARD CONDITIONS**

Toledo Telephone Company, Inc., Award Number: 53-43-B10595
Amendment Number 2

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

Karen Hanson
Broadband Technology Opportunities Program
National Telecommunications and Information Administration
U.S. Department of Commerce
1401 Constitution Ave., NW, Ste. 4626
Washington, DC 20230
Phone: (202) 482-0213; Fax: (202) 501-8009
Email: KHanson@ntia.doc.gov

4. The Grants Officer's name, address, and telephone number are:

Jannet Cancino
National Institute of Standards and Technology
Grants and Agreements Management Division
Bldg. 411, Room B-100
100 Bureau Drive, Mail Stop 1650
Gaithersburg, Maryland 20899-1650
Phone: (301) 975-6544; Fax: (301) 926-6458
E-mail: Jannet.Cancino@nist.gov

BUDGET INFORMATION - Non-Construction Programs

OMB Approval No. 0348-0044

SECTION A - BUDGET SUMMARY						
Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1. BTOP	5454	\$	\$	\$ 2,108,475.00	\$ 760,653.00	\$ 2,869,128.00
2.						0.00
3.						0.00
4.						0.00
5. Totals		\$ 0.00	\$ 0.00	\$ 2,108,475.00	\$ 760,653.00	\$ 2,869,128.00
SECTION B - BUDGET CATEGORIES						
6. Object Class Categories	GRANT PROGRAM, FUNCTION OR ACTIVITY					Total (5)
	(1)	(2)	(3)			
a. Personnel	\$	\$ 176,473.00	\$	\$	\$ 176,473.00	
b. Fringe Benefits		63,530.00			63,530.00	
c. Travel		5,000.00			5,000.00	
d. Equipment					0.00	
e. Supplies	478,500.00	244,250.00			722,750.00	
f. Contractual		59,400.00			59,400.00	
g. Construction					0.00	
h. Other	1,629,975.00	212,000.00			1,841,975.00	
i. Total Direct Charges (sum of 6a-6h)	2,108,475.00	760,653.00	0.00	0.00	2,869,128.00	
j. Indirect Charges					0.00	
k. TOTALS (sum of 6i and 6j)	\$ 2,108,475.00	\$ 760,653.00	\$ 0.00	\$ 0.00	\$ 2,869,128.00	
7. Program Income	\$	\$	\$	\$	\$ 0.00	

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Standard Form 424A (Rev. 7-97)
Prescribed by OMB Circular A-102

SECTION C - NON-FEDERAL RESOURCES					
(a) Grant Program	(b) Applicant	(c) State	(d) Other Sources	(e) TOTALS	
8. BTOP	\$ 548,653.00	\$	\$ 212,000.00	\$ 760,653.00	
9.				0.00	
10.				0.00	
11.				0.00	
12. TOTAL (sum of lines 8-11)	\$ 548,653.00	\$ 0.00	\$ 212,000.00	\$ 760,653.00	
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. BTOP	\$	\$	\$	\$	
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:					