

**Amendment Number Two
to
Contract Number DIR-TEX-AN-NG-CTSA-007
between
State of Texas, acting by and through the Department of Information Resources
and
Level 3 Communications, LLC.**

This Amendment Number Two to TEX-AN-NG Contract Number DIR-TEX-AN-NG-CTSA-007 ("Contract") is between the Department of Information Resources ("DIR") and Level 3 Communications, LLC ("Vendor"). DIR and Vendor agree to modify the terms and conditions of the Contract dated August 24, 2011 as follows:

1. Exhibit C, Descriptions, Rates To DIR, Prices for direct sales transactions and related telecommunications fees and surcharges for Awarded Services is hereby replaced in its entirety and restated.
2. Exhibit H. Form of TEX-AN NG Customer Services Agreement, Article 1. Introduction is hereby restated in its entirety as follows:

The purpose of the Exhibit H Form of TEX-AN NG Customer Services Agreement is to address the agreed upon form of the TEX-AN NG Customer Services Agreement for all direct-billed services provided by Vendor to Customer. The TEX-AN NG Customer Services Agreement does not need be executed for services provided through and invoiced by DIR.

All other terms and conditions of the Contract as amended, not specifically modified herein, shall remain in full force and effect. In the event of conflict among the provisions, the order of precedence shall be this Amendment Number Two, then Amendment Number One, and then the Contract.

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