

**FIRST AMENDMENT TO CABLE TELEVISION LICENSE
(City of Boston - Verizon)**

This Amendment (the “Amendment”) dated as of this ___ day of _____, 2017 (the “Effective Date”) to the Cable Television License entered into as of the 5th day of December, 2016 (“Original License”), by and between Verizon New England, Inc., a corporation organized under the applicable laws of the State of New York (“Verizon” or “Licensee”), and Martin J. Walsh, Mayor of the City of Boston and Issuing Authority for the award of cable television licenses under Chapter 166A of the Massachusetts General Laws (“City” or “Issuing Authority”).

WHEREAS, the Issuing Authority granted Verizon the Original License to construct and operate a cable television system in an initial Service Area encompassing portions of the City, effective as of December 5, 2016, for a term of ten (10) years; and

WHEREAS, the Issuing Authority and Verizon desire to amend the Original License to make additions to the initial Service Area in accordance with terms established in the Original License and applicable law, including but not limited to license amendment regulations of the Department of Telecommunications and Cable (“DTC”) at 207 CMR § 3.07, and subject to the further terms set forth below; and

WHEREAS, pursuant to 207 CMR § 3.07(1) the City on or about ____, 2017, issued by duly published notice a summary of each proposed amendment to the Original License as described herein; and

WHEREAS, pursuant to 207 CMR § 3.07(2) the City and Verizon on or about ____, 2017, prepared and made publicly available a report of amendment setting forth information regarding such proposed amendment to the Original License as is required to be included by 207 CMR § 3.07(2); and

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WHEREAS, following a public comment period in excess of the minimum twenty-one (21) day period required by 207 CMR § 3.07(3), the Issuing Authority prepared a written public report pursuant to 207 CMR § 3.07(5) specifying the reasons for its decision to approve the proposed amendment to the Original License, which is to be filed with the DTC on the date hereof along with a copy of this Amendment; and

NOW THEREFORE, in consideration of the premises set forth above and the mutual promises set forth below, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

1. Additions to Service Area. Pursuant to Section 3.1(d) of the Original License, the Original License and Exhibit 1 thereto are hereby amended to incorporate a new Service Area that includes additional, distinct geographic areas of the City beyond those set forth in the Original License (such new additional portions of the Service Area to be hereinafter referred to as “Amended Service Area #1”) and is hereby codified in a new First Amended Exhibit 1 that is attached to this Amendment. Pursuant to this Amendment, and subject to the terms of Section 3 hereof and new First Amended Exhibit 1, the initial Service Area set forth in the License and Amended Service Area #1 shall together comprise the Service Area under the Original License, as amended.

2. Adjustments to Reflect Expanded Service Area. Pursuant to Section 13.14 of the Original License, the parties have agreed that the expanded Service Area codified in new First Amended Exhibit 1 represents approximately fifty-six percent (56%) of the City’s geography, an increase from the approximately twenty-eight (28%) of the City’s geography reflected in the Original License. Also pursuant to Section 13.14, values in specified sections of the Original

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License set in consideration of the City-wide percentage of the initial Service Area set forth in the Original License are subject to automatic proportionate increase based upon the new revised proportion, and are effective and, as applicable and unless otherwise provided in writing by the Parties, payable to the City as of the Effective Date of this Amendment.

3. Deployment Completion Dates. Consistent with Section 3 of the Original License, including, without limitation, the enumerated exceptions set forth in therein, commencing as of the Effective Date of this Amendment, Licensee shall offer Cable Service over its Cable System to all Residential Households in Amended Service Area #1 at a pace of not less than ten percent (10%) of the deployment in Amended Service Area #1 each year and shall offer Cable Service over its Cable System to all occupied Residential Households in Amended Service Area #1 within six (6) years of the Effective Date of this Amendment. Notwithstanding the foregoing, nothing herein shall be construed to modify the deployment schedule applicable to the initial Service Area under the Original License, satisfaction of which shall continue to be measured from the Effective Date of the Original License.

4. Additions to Public Institutional Network Locations. Pursuant to Section 6.11 of the Original License, Licensee shall add additional buildings to the Public Institutional Network (“PIN”) as reflected on new First Amended Exhibit 2 that is attached to this Amendment. Also pursuant to Section 6.11, the schedule for developing mutually agreed upon specifications for the architecture, design and construction of the additional PIN locations in the initial Service Area or Amended Service Area #1 shall be finalized within one hundred fifty (150) days after the Effective Date of this Amendment, with construction on such additional PIN locations to be completed within the same time frames and schedules for PIN construction established in Section 6.11 of the Original License.

5. Additions to Public Buildings Receiving Free Connections to Basic Service.

Pursuant to Section 7.1 of the Original License, Licensee shall add additional public buildings to the list eligible to receive free connections to basic service as reflected on new First Amended Exhibit 3 that is attached to this Amendment. Installation of free connections to such additional public buildings on First Amended Exhibit 3 shall remain subject to the same process established in Section 7.1 of the Original License.

6. Original License Provisions Remain in Effect. Pursuant to Section 3.1(d) of the Original License, all provisions in the Original License continue to remain in full effect unless expressly modified by this Amendment.

7. Counterparts. This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which taken together shall constitute one and the same instrument. The parties hereto shall be bound upon, but only upon, the execution by each party of one counterpart. The executed counterparts may be delivered by facsimile transmission of a true and correct image thereof, or by electronic mail attaching a true and correct .pdf image thereof.

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IN WITNESS HEREOF, this First Amendment to the Cable Television License entered into by the parties is hereby signed by the parties duly authorized, effective of the first date set forth above.

CITY OF BOSTON

Approved as to Form:

By: _____
Martin J. Walsh
Mayor of Boston

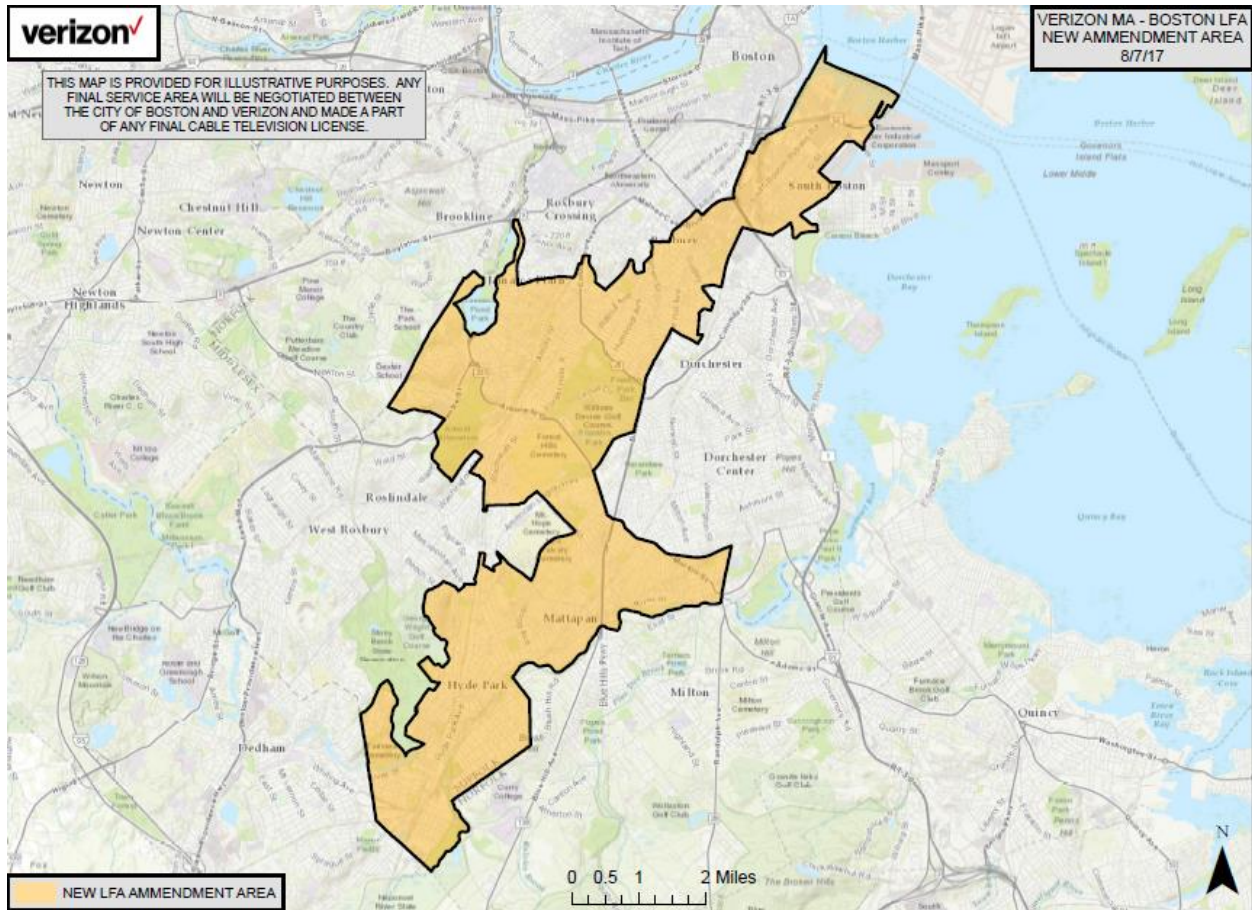
Eugene O’Flaherty
Corporation Counsel

VERIZON NEW ENGLAND, INC.

By: _____
Donna Cupelo, Regional President

First Amended Exhibit 1 - Amended Service Areas Map & Related Census Block Numbers List

1) Map of Amended Service Areas



2) List of Census Block Numbers within Highlighted Amended Service Areas.

250250605015	250250819003	250251010022	250251202013	250251402011
250250606001	250250819004	250251010023	250251203011	250251402012
250250607001	250250820001	250251011011	250251203012	250251402021
250250607002	250250820002	250251011012	250251203013	250251402022
250250608001	250250820003	250251011013	250251203014	250251402023
250250608002	250250821001	250251011021	250251204001	250251402024
250250608003	250250821002	250251011022	250251204002	250251402025
250250608004	250250821003	250251011023	250251204003	250251403001
250250612001	250250904001	250251011024	250251204004	250251403002
250250612002	250250904002	250251101031	250251204005	250251403003
250250801001	250250904003	250251101033	250251205001	250251403004
250250801002	250250904004	250251101034	250251205002	250251403005
250250803001	250250906001	250251101035	250251205003	250251403006

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250250813001	250250906002	250251101036	250251206001	250251404001
250250813002	250251009001	250251101037	250251206002	250251404002
250250813003	250251009002	250251103012	250251206003	250251404003
250250815002	250251009003	250251201031	250251207002	250251404004
250250817001	250251009004	250251201041	250251401021	250251404005
250250817002	250251009005	250251201042	250251401022	250251404006
250250817003	250251010011	250251201043	250251401023	250251404007
250250817004	250251010012	250251201051	250251401024	250259803001
250250818001	250251010013	250251201052	250251401051	250259810001
250250818002	250251010014	250251201053	250251401052	250259811002
250250818003	250251010015	250251202011	250251401071	250259811003
250250819001	250251010016	250251202012	250251401072	250259811004
250250819002	250251010021	250250610002	250250610003	250250811003

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First Amended Exhibit 2 – PIN Locations in Initial Service Area or Amended Service Area

Count #	Current Use	NAME	Address	Nbhd	Zip Code
1	School	Boston Day & Evening Academy	20 Kearsarge Avenue	ROX	2119
2	School	Dearborn	36 Winthrop Street	ROX	2119
3	Office	Building M	249 River St	MAT	2126
4	Office	STREETLIGHTING DIVISION	430 Canterbury St. Roslindale, MA	JP	0
5	Office	BFD Headquarters	115 Southampton Street	ROX	2118
6	Police	Area E-18 Station	1249 Hyde Park Ave	HP	0
7	Fire	DIV 2 - DIST 9 - ENGINE 28 Tower LADDER 10; Tech Rescue	746 Centre Street	JP	2130
8	Office	EMS Special Ops - City Emergency Operations Center	85 Bragdon Street	ROX	2119
9	Other	Police Academy (Fairmont School)	81 Williams Avenue	HP	2136
10	Fire	DIV 2 - DIST 12 - ENGINE 48 LADDER 28	60 Fairmont Avenue	HP	2136
11	Fire	DIV 2 - DIST 8 - ENGINE 16	9 Gallivan Boulevard	MAT	2124
12	Fire	DIV 2 - DIST 9 - ENGINE 42 Rescue 2; Tech Rescue	1870 Columbus Avenue	ROX	2119
13	Police	Area C-6 Station/Ambulance Six	101 West Broadway	SB	2127
14	Office	1010 MASS AVE	1010 Mass Avenue	ROX	2118
15	Fire	DIV 2 - DIST 12 - ENGINE 49	209 Neponset Valley Parkway	HP	2136
16	School	Boston Latin Academy	205 Townsend Street/Warren	ROX	2121
17	Fire	DIV 1 - DIST 6 - ENGINE 39 LADDER 18; H7	272 D Street	SB	2127
18	Police	Area E-13 Station/Ambulance 13	3345 Washington & Green Street	JP	2130
19	Office	JAMES MICHAEL CURLEY HS*	350 Jamaicaway	JP	0
20	Ambulance Bays	Special Operations/Ambulance 2 Paramed 2	364 Warren Street	ROX	2119

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21	Fire	DIV 2 - DIST 12 - ENGINE 55	5115 Washington Street	WRX	2132
22	Fire	DIV 2 - DIST 7 - ENGINE 14 LADDER 4; Safety Dvsn	174 Dudley Street	ROX	2119
23	Fire	DIV 2 - DIST 7 - ENGINE 17 LADDER 7	7 Parish Street	DOR	2122
24	Fire	DIV 2 - DIST 7 - ENGINE 21	641 Columbia Road	DOR	2125
25	Fire	DIV 2 - DIST 7 - ENGINE 24 LADDER 23	36 Washington Street	ROX	2121
26	Fire	DIV 2 - DIST 8 - ENGINE 18 LADDER 6	1884 Dorchester Avenue	DOR	2124
27	Fire	DIV 2 - DIST 8 - ENGINE 52 - LADDER 29	975 Blue Hill Avenue	DOR	2124
28	Fire	DIV 2 - DIST 8 - ENGINE 20	301 Neponset Avenue	DOR	2122
29	Fire	DIV 2 - DIST 9 - ENGINE 37 LADDER 26	560 Huntington Avenue	ROX	2115
30	Police	Area B-2 Station (new)	2400 Washington St.	ROX	0
31	Police	Area B-3 Station/Ambulance 3	1163 Blue Hill Ave/ 1165 Blue Hill EMS	MAT	2124
32	Police	Area E-5 Station	1708 Centre Street	WRX	2132
33	School	John D. O'Bryant	55 Malcolm X Blvd	ROX	2120
34	School	Madison Park	75 Malcolm X Blvd	ROX	2120
35	School	The English High	144 McBride St	JP	2132
36	Park	Franklin Park Maintenance Yard (incl maint and ranger blds)	100 Jewish War Veteran's Dr	ROS	2131

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First Amended Exhibit 3 - City Municipal Buildings within Amended Service Area

Count #	Current Use	NAME	Address	Nbhd	Zip Code
1	Ambulance Bays	Ambulance 5, Paramedic 5 (Faulkner Hosp)	1153 Center Street, Faulkner Hospital	JP	2130
2	Community Center/Recreation	Hyde Park Community Center	1179 River Street	HP	2136
3	Community Center/Recreation	Gallivan Community Center	61 Woodruff Street	DOR	2126
4	Community Center/Recreation	Archdale Community Center	Archdale Rd & Washington; 125 Brookway	ROS	2131
5	Community Center/Recreation	William Devine Golf Course Clubhouse	Jewish Vet. Dr. 22 Circuit Drive	ROX	0
6	Community Center/Recreation	Vine Street Community Center	339 Dudley Street	ROX	2119
7	Community Center/Recreation	GRW Environmental Conservation Center - Boston Nature Center	Walk Hill Ave	ROX	0
8	Community Center/Recreation	SOUTH BOSTON GYM AND TEEN CENTER	240 West Sixth Street	SB	2127
9	Community Center/Recreation	Curtis Hall* Community Center	20 South Street	JP	2130
10	Community Center/Recreation	Shelburne Community Center -COMMUNITY ACADEMY	2730 Washington Street	ROX	2119
11	Field House	Jamaica Pond Bandstand	Jamaicaway (Pond St.)	JP	2130
12	Field House	Jamaica Pond Boathouse	Jamaicaway/Pond St.	JP	2130
13	Fire	DIV 2 - DIST 9 - ENGINE 28 Tower LADDER 10; Tech Rescue	746 Centre Street	JP	2130
14	Fire	DIV 2 - DIST 12 - ENGINE 48 LADDER 28	60 Fairmont Avenue	HP	2136
15	Fire	DIV 2 - DIST 8 - ENGINE 16	9 Gallivan Boulevard	MAT	2124
16	Fire	DIV 2 - DIST 9 - ENGINE 42 Rescue 2; Tech Rescue	1870 Columbus Avenue	ROX	2119
17	Fire	DIV 2 - DIST 12 - ENGINE 49	209 Neponset Valley Parkway	HP	2136
18	Fire	DIV 1 - DIST 6 - ENGINE 39 LADDER 18; H7	272 D Street	SB	2127
19	Golf Course	FR PK Administration Building	Franklin Park - 22 Circuit Dr Complex	ROX	0
20	Health Center/ Day Services	SOUTH BOSTON HEALTH CENTER	133 Dorchester Street	SB	2127

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21	Health Center/ Day Services	"ROSA PARKS" DAY CARE CENTER	82 Savin Street	ROX	0
22	Health Center/ Day Services	GRW Hyde Park Resource Center	26 Central Ave	HP	0
23	Library	Mattapan Branch New	1350 Blue Hill Avenue	MAT	2126
24	Library	Grove Hall Branch (Former)	5 Crawford Street	ROX	0
25	Library	Connolly Branch	433 Centre Street	JP	0
26	Library	Jamaica Plain Branch	12 Sedgwick Street	JP	0
27	Library	Egleston Square Branch	2044 Columbus Ave	ROX	0
28	Library	Lower Mills Branch	27 Richmond Road	DOR	0
29	Library	Hyde Park Branch	35 Harvard Ave.	HP	2136
30	Maintenance Garage	Hyde Park Maint/Ambulance 18	58 Dana Ave	HP	2136
31	Maintenance Garage	EMS Fleet Maintenance	61-67 Shirley Street	ROX	2119
32	Maintenance Garage	BFD Arson/Maintenance; EMS Ambulance 8 & 10	900 Massachusetts Ave/ 69 Glynn Way	ROX	2118
33	Maintenance Garage	Maintenance Shops	110-112 South Hampton	ROX	2118
34	Maintenance Garage	Central Maintenance - Adjacent	400 Frontage Road	SE	2118
35	Maintenance Garage - Frontage Rd	125 Magazine Street	125 Magazine Street	ROX	0
36	Maintenance Garage - Frontage Rd	80 Magazine Storage	80 Magazine St	ROX	0
37	Office	Street Sweeper Storage	174 West Second Street	SB	2127
38	Office	Building M	249 River St	MAT	2126
39	Office	Fairview Cemetery ADM.	45 Fairview Avenue	HP	0
40	Office	STREETLIGHTING DIVISION	430 Canterbury St. Roslindale, MA	JP	0
41	Office	BFD Headquarters	115 Southampton Street	ROX	2118
42	Office	EMS Special Ops - City Emergency Operations Center	85 Bragdon Street	ROX	2119
43	Office	1010 MASS AVE	1010 Mass Avenue	ROX	2118
44	Office	Tow Lot	200 Frontage Rd.	SE	2118
45	Office	JAMES MICHAEL CURLEY HS*	350 Jamaicaway	JP	0
46	Other	Police Academy (Fairmont School)	81 Williams Avenue	HP	2136

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47	Police	Area E-18 Station	1249 Hyde Park Ave	HP	0
48	Police	Area C-6 Station/Ambulance Six	101 West Broadway	SB	2127
49	Police	Area E-13 Station/Ambulance 13	3345 Washington & Green Street	JP	2130
50	School	MATTAHUNT & BCC*-sep bldg	100 Hebron Street	MAT	2126
51	School	TAYLOR, CHARLES	1060 Morton Street	MAT	2126
52	School	Ellison/Parks Early Education Center	108 Babson Street	MAT	2126
53	School	Curley K- 8 Curley, Mary	493 Centre Street	JP	2130
54	School	PERKINS, MICHAEL	50 Burke Street	SB	2127
55	School	Lewis	131 Walnut Avenue	ROX	2119
56	School	TROTTER, WILLIAM	135 Humboldt Avenue	ROX	2121
57	School	ROGERS, WILLIAM	15 Everett Street	HP	2136
58	School	Emerson, Ralph W.	6 Shirley street	ROX	2119
59	School	Mason, Samuel	150 Norfolk Avenue	ROX	2119
60	School	Hernandez School	61 School Street	ROX	2119
61	School	Greenwood, Elihu	612 Metropolitan Avenue	HP	2136
62	School	KENNEDY, JOHN F.	7 Bolster Street	JP	2130
63	School	Chittick, James	154 Ruskindale Road	MAT	2126
64	School	Higginson, Henry	160 Harrishof Street	ROX	2119
65	School	MENDELL, ELLIS	164 School Street	ROX	2119
66	School	Orchard Gardens K-8	906 Albany Street	ROX	2119
67	School	AGASSIZ - Mission Hill K-8 & M. Muniz HS	20 Child Street	JP	2130
68	School	Boston Day & Evening Academy	20 Kearsarge Avenue	ROX	2119
69	School	Young Achievers (formerly Lewenberg, Solomon)	20 Outlook Road	MAT	2126
70	School	Condon, James & BCC*-same bldg	200 D Street	SB	2127
71	School	Gavin, Patrick	215 Dorchester Street	SB	2127
72	School	Fuller, Margaret - Community Academy	25 Glen Road	JP	2130
73	School	BTU Pilot School	25 Walk Hill Road	JP	2130
74	School	Rev. Haynes Early Education Center	263 Blue Hill Ave.	ROX	2119
75	School	Ellis, David	302 Walnut Avenue	ROX	2119
76	School	WINTHROP, JOHN	35 Brookford Street	DOR	2125
77	School	Dearborn	36 Winthrop Street	ROX	2119
78	School	Channing, William	35 Sunnyside Street	HP	2136

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79	School	Grew, Henry	40 Gordon Avenue	HP	2136
80	School	Curley K-8 Curley, James M.	40 Pershing Road	JP	2130
81	School	Community Academy	76 Shirley Street	ROX	2119
82	School	Manning, Joseph	130 Louders Lane	JP	2130
83	School	ENGLISH HIGH & JP CC- same bldg	144 McBride Street	JP	2130
84	School	HYDE PARK HIGH - BCLA	655 Metropolitan Avenue	HP	2136
85	School	MCKINLEY TECHNICAL HIGH	90 Warren Street	SE	2119
86	School	ROOSEVELT, FRANKLIN	95 Needham Street	HP	2136
87	School	Boston Latin Academy	205 Townsend Street/Warren	ROX	2121
88	School	Hemenway School	30 Millstone Road	HP	0
89	School	Mildred Avenue Middle School-	5-7 Mildred Ave	MAT	2126
90	Storage/Warehouse	Old Area C-6 Station - Old Evidence Storage	273 D Street	SB	2127
91	Swimming Pool	Mason Pool*	176 Norfolk Avenue	ROX	2119
92	Vacant	Mattapan Branch (Former)	10 Hazelton Street	MAT	0
93	Warehouse/Storage	CENTRAL SUPPLY	1555 Hyde Park Ave	HP	2136