

INTERCONNECTION AGREEMENT BETWEEN

Wabash Telephone Cooperative

AND

Mediacom Telephony of Illinois, LLC

This Interconnection Agreement ("Agreement") establishes through adoption/opt-in the terms of an interconnection agreement for the State of Illinois between Wabash Telephone Cooperative ("Wabash"), with offices at 210 South Church Street, Louisville, IL 62858 and Mediacom Telephony of Illinois, LLC ("Mediacom"), with offices at 100 Crystal Run Rd., Middletown, NY 10941. Collectively, Wabash and Mediacom are referred to as the "Parties."

WHEREFORE, the Parties agree as follows:

1. This Agreement is effective upon execution (the "Effective Date"), subject to its approval by the Illinois Commerce Commission ("ICC"). If for some reason the ICC rejects all or part of this Agreement either party may, at its option, declare the remainder of the Agreement void and be excused from any performance hereunder within 30 days of the ICC's decision.
2. Mediacom represents and warrants that it is a certified provider of local telecommunication service in the State of Illinois and that this Agreement will cover services in that state only.
3. Mediacom, pursuant to Section 252(i) of the Telecommunications Act of 1996, is adopting, in its entirety, the terms of the Interconnection Agreement by and between Wabash Telephone Cooperative and Sprint Communications L.P. d/b/a Sprint Communications Company L.P., dated March 23, 2006 and filed with the ICC on or about the same date, including any amendments effective and approved by the ICC as of the date of this Agreement (the "Adopted Agreement").
4. Notwithstanding the mutual commitments set forth herein, the parties are entering into this Agreement without prejudice to any positions they have taken previously, or may take in the future, in any legislative, regulatory, or other public forum addressing any matters, including those relating to the types of arrangements contained in the Adopted Agreement.
5. The Parties agree that this Agreement shall supersede and replace in full any and all prior agreements, written, and oral, between Mediacom and Wabash for interconnection and other services addressed in the Adopted Agreement.
6. The Parties agree that "Mediacom Telephony of Illinois, LLC" shall be substituted in place of "Sprint Communications L.P." throughout the Adopted Agreement whenever the latter appears.

- 7. Any notices to Wabash such as may be required under the Adopted Agreement shall be provided as follows:

Jeffery D. Williams
 General Manager/EVP
 Wabash Telephone Cooperative, Inc.
 210 South Church Street
 PO Box 299
 Louisville, IL 62858
 jwilliams@wabash.net

With copy to:
 Meyer Capel
 A Professional Corporation
 306 West Church Street
 Champaign, IL 61820
 217-252-0030
 Attn: Joseph D. Murphy
 Email – jmurphy@meyercapel.com

- 8. Any notices to Mediacom such as may be required under the Adopted Agreement shall be provided as follows:

Mediacom Telephony of Illinois, LLC
 Anne Sokolin-Maimon, VP Regulatory
 Affairs
 100 Crystal Run Road
 Middletown, NY 10941
 Phone 845-695-2610
 Fax 845-695-2669
 Email - amaimon@mediacomcc.com

With copy to:
 Mediacom, Legal Department
 100 Crystal Run Road
 Middletown, NY 10941
 Phone 845-695-2600

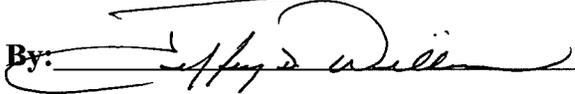
- 9. Consistent with Paragraph 3 of this Agreement, unless renegotiated pursuant to Section 2.2 of the Adopted Agreement, this Agreement shall automatically renew for successive one (1) year periods.
- 10. Either party is authorized to file this Agreement with the ICC for approval under Section 252 of the Telecommunications Act of 1996.

The Parties have caused this Agreement to be executed on their behalf on the dates set forth below.

Mediacom Telephony of Illinois, LLC

Wabash Telephone Cooperative

By: 

By: 

Typed: Daniel P. Templin

Typed: Jeffery D. Williams

Title: Group Vice President
Strategic Marketing
and Product Development

Title: General Manager/EVP

Date: 1/5/10

Date: DECEMBER 28, 2009