

**INTERCONNECTION AGREEMENT BETWEEN**

**Geneseo Telephone Company, Cambridge Telephone Company and Henry County Telephone Company**

**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 by and between:

1. Geneseo Telephone Company ("Geneseo"), with offices at 111 East First Street, Geneseo, Illinois 61254 and Mediacom Telephony of Illinois, LLC ("Mediacom"), with offices at 100 Crystal Run Rd., Middletown, NY 10941,
2. Henry County Telephone Company ("Henry") with offices at 111 East First Street, Geneseo, Illinois 61254 and Mediacom, and
3. Cambridge Telephone Company ("Cambridge") with offices at 111 East First Street, Geneseo, Illinois 61254 and Mediacom.

Geneseo, Henry and Cambridge are collectively referred to herein as the "ILECs." Collectively, the ILECs and Mediacom are referred to herein as the "Parties."

**WHEREFORE**, the Parties agree as follows:

1. This Agreement is effective upon execution ("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 any party may, at its option, declare the remainder of the Agreement void and be excused from any performance thereunder 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 among Geneseo Telephone Company, Henry County Telephone Company, Cambridge Telephone Company and Sprint Communications L.P., d/b/a Sprint Communications Company L.P. dated August 25, 2005 and filed with the ICC on or about September 2, 2005, 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 ILECs 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 Geneseo, Mediacom and Henry or Mediacom and Cambridge 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., d/b/a Sprint Communications Company L.P." or "Sprint" throughout the Adopted Agreement whenever either of the two latter names appear.
7. The Parties agree that Mediacom Telephony of Illinois, LLC OCN number 846F shall be substituted in place of Sprint Communications L.P., d/b/a Sprint Communications Company L.P. OCN number 8721 in Appendix A of the Adopted Agreement.
8. Any notices to Geneseo such as may be required under the Adopted Agreement shall be provided as follows:

Scott Rubins  
President & CEO  
Geneseo Telephone Company  
111 East First Street  
Geneseo, IL 61254  
309-944-2103  
telco@geneseo.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

9. Any notices to Henry such as may be required under the Adopted Agreement shall be provided as follows:

Scott Rubins  
President & CEO  
Henry County Telephone Company  
111 East First Street  
Geneseo, IL 61254  
309-944-2103  
telco@geneseo.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

10. Any notices to Cambridge such as may be required under the Adopted Agreement shall be provided as follows:

Scott Rubins  
President & CEO  
Cambridge Telephone Company  
111 East First Street  
Geneseo, IL 61254  
309-944-2103  
telco@geneseo.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

11. 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

12. Consistent with Paragraph 3 of this Agreement, unless renegotiated pursuant to Section 3.1.2 of the Adopted Agreement, this Agreement shall automatically renew for successive six (6) month periods.
13. Each of the Parties 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**

**Geneseo Telephone Company**

By: 

By: 

Typed: Daniel P. Templin  
Group Vice President, Strategic  
Title: Marketing and Product Development

Typed: Scott D. Rubins  
Title: President / CEO

Date: 11/20/09

Date: 11-20-09

**Henry County Telephone Company**

**Cambridge Telephone Company**

By: 

By: 

Typed: Scott D. Rubins  
Title: General Manager

Typed: Scott D Rubins  
Title: President / CEO

Date: 11-20-09

Date: 11-20-09