- Technology Advisory Service Selection
- Open Network Sustainability

Technical and Operational Support:

- Broadband Network Design and Engineering
- Program/Application/Service Design and Engineering
- Program Service Development and Deployment
- Service Activation and Verification
- Program/Network Optimization
- Open Network Exchange and Interconnect
- Vendor Management and Operations

Programs & Applications:

- Program and Project Management
- Privatization of Operations or Services
- Public-Private Partnership Development
- Turn-Around Operations
- Due Diligence
- Divestiture/Sale of Assets

Program/Project Funding:

- Capitalization Planning and Development Team
- Funding Advisory Services Team to Attract External or Internal Investment
- Development of Community/Stakeholder Investment
- Public-Private Partnership Formation, Governance, Contracts & Management
- Grant Development

The Companies' Design, Build and Operate Philosophy

The Companies and their teams provide significant experience in designing, deploying and operating next generation technology. The Companies' community solutions range from cloud based triple play, over-the-top applications, gigabit application development environment and content delivery to a diversity of hyper-local fiber/wireless technology solutions. Our team has taken an innovative approach that integrates the best of what is available in the cloud and creating a hyper-local service exchange to maximize the availability and delivery of content to both gigabit and legacy networks. The strength of our combined solution is the open development framework and the hyper-local gateway that serves as the on-ramp to community driven applications and services. As part of our solution, our team is providing a community health and social services framework that provides for secure two-way interactions and the management of home health solutions (those can include a cloud based disabilities profile for assistive technologies serving a large part of a community needing such technologies).

Our technology solutions are layered into three distinct sets of technology that enable flexibility in our design and deployment as well as ability to partner with GB2:

1) Localized Fiber/Wireless Gigabit Infrastructure Deployment & Operations.

This technology solution is design to help communities, real estate developers, incumbent carriers and multi service operators develop and provide gigabit services. The Companies are prepared to develop, deploy and manage fiber/wireless network services for the GB2 network. Our objective is not to replace or compete with incumbents building gigabit infrastructure, but instead working

with GB2 we will partner, co-invest and facilitate the development of gigabit services and applications. To this end, the Companies will be willing partners with the traditional private carriers, Wireless Internet Service Providers (WISPs) and community providers. Our FTTH/B and Wireless framework for future proof scalability without forklift upgrades is unmatched in the industry. Our framework includes:

	FTTH/B & Wireless Open Network Framework
Technologies	• Technology Agnostic – No technology preferences from the vendors perspective (choice of approaches that provide 100 Mbps to 100 Gbps) • Support a mix of point-to-point, active Ethernet, and WDM/PON technologies • Support Integration of Fiber and Wireless Technologies • Virtual/Cloud based application and triple play services environment • Device independence and multi-screen enablement
Architecture	• Service-oriented WDM/Ethernet/IP/MPLS Infrastructure • Converged for residential triple play ubiquitous high definition content and enterprise (carrier-grade features) services • Scalable IP based, high-quality smart delivery • Resilient, delivering non-stop routing and non-stop services • Future-proof technology deployment with modular design • Application development ecosystem
Operations & Management	• All-in-one open business, customer and operations support platform • Flow through provisioning and customer service • Customer self-service portal • Secure access management for constituents & subscribers
Openness	• Vertical Infrastructure Owner capable of providing both wholesale and retail services. Provide infrastructure and active Ethernet/IP services as a wholesale provider enabling vertical service providers to deliver independent broadband, Internet, VoIP, and IPTV services. • Enable vertically integrated services including health, energy management, public safety, STEM Education through active separation and Over-The-Top (OTT) Gateway
Product Grade	• Carrier-grade • High availability and environmental hardening • Redundant • Low Latency - Local Fiber Layer 1-2 (Sub ms On-Net (Local) • National CDN IP Network (25 ms Intra-US) • Availability (Unprotected) 99.98% • Availability (Protected) 99.99%

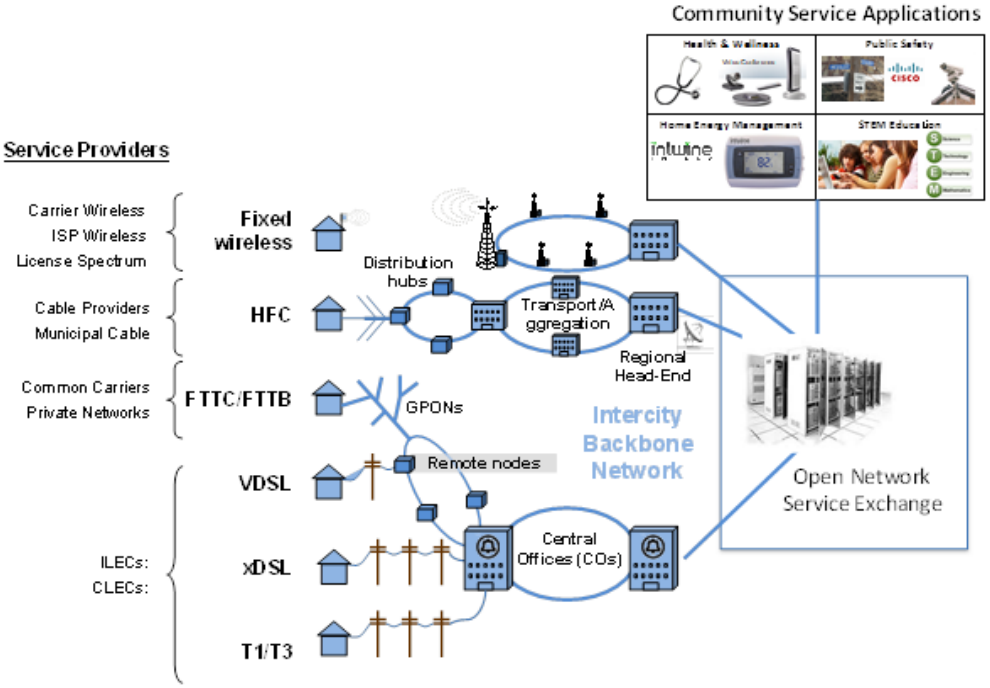
2) Open Network Service Exchange/Cloud Service Environment.

This technology enables the Companies and their teams to provide both layer 2 and layer 3 services that include integration of carrier services and provide a common service platform across multiple carriers. This solution provides GB2 communities access to the latest in cloud based service applications and at the same time enables communities to develop/deliver gigabit applications through an over-the-top application framework.

This solution advances the ability for communities (local and communities of interest within the GB2 network) to provide competitive services across gigabit and legacy systems with the ability to integrate innovative community based applications such as health care, public safety, energy management, workforce and STEM education. This requires both the physical integration of network facilities and the availability of significant upstream capacity to the cloud.

The open network service exchange would be collocated with Level 3, NLR or I2 collocations and connected to the GB2 community network. These exchanges are designed to create a localized community connection profile that provides high quality cost-effective service connections between networks and services.

Open Network Service Exchange



- Multilayer Service Access
  - WDM
  - Ethernet
  - IP
- Guaranteed Service Exchange
  - 99.999% Service Access/Availability
  - Secure Layer Service Access
  - Opt-in/Out Access to Services
  - Flow Through Provisioning/Administration
    - Exchange connected providers manage service access
    - On-Demand service access options
    - Billing and settlement services

***3)* Cloud Based Triple Play and Over-the-Top Service Core**

Gigabit Squared has partnered with three key leading edge providers of cloud and content-based distribution solutions. The Gigabit Squared cloud based services team provides the latest in technology and service solutions with the ability to develop, adapt and incorporate local community applications, services and content. This provides GB2 communities in these RACECS with access to the always-on/on-demand environment and the flexibility of choice through highly automated provisioning, customer service, and billing/settlement services. Our cloud based service approach provides communities with the ability to select highly customized and packaged services or to create an innovative service solution that meets their specific needs. The Gigabit Squared team sees this as a way of creating choice and competition at the service layer without compromising the business model and the potential revenue streams of the traditional triple play provider. The power of this hybrid solution is the use of shared infrastructure and cloud based

technology with sufficient network capacity and network performance to enable the delivery of these services without network constraint.

GB2 works to provide the network capacity and deep edge caching capability through a customized Content Delivery Network (CDN) to provide the bandwidth, network performance and cost savings necessary to deliver full high definition streaming and caching of on-demand content within the local environment for real-time or delayed playback. GB2 works to provide the network capacity necessary to meet the demands of the cloud and hyper-local access to globally enabled content.

Commercializing the Triple Play

The Gigabit Squared Triple Play solution is a customized, tested, end-to-end solution that enables national/regional operators to deliver advanced IP video services more economically to lower density markets. Alcatel-Lucent provides the richest feature sets with the deployment of Managed Head-End Cloud Service that allows for complete customization and Tier 1 features. Its key elements include:

- **A flexible network architecture -** which supports fiber to the node (FTTN), fiber to the premises (FTTP) or a combination of both.
- **A switching and routing component -** which includes the aggregation network and the subscriber edge router, along with server connectivity in the Central Office (CO).
- **A VoIP network** - consisting of softswitch for SIP-based voice.
- **Hardware and software that provide fully functioning IPTV delivery -** including a management system with middleware, plus VoD and integrated Digital Rights Management (DRM) capabilities.
- **Support for set-top boxes (STB) -** which support both standard and high-definition personal video recording (SD and HD PVR) capabilities.
- **End-to-end network IP video integration services** - services that possess a comprehensive understanding of the end-to-end network.

Gigabit Squared provide a complete Solution Software Bundle that streamlines interactions between operators and underlying video systems. The IPTV framework provides simplified security and monitoring and enables 3rd parties to develop against a platform we control.

As each network we operate in is vastly different than the next, our broadband service offerings will be uniquely designed to meet the needs of each respective owner or circumstance. Although we will not be able to disclose all of the specific broadband service offerings in this response, we will state that our broadband service offering speeds will be far beyond what is available today for broadband networks. Gigabit Squared works with individual owners and communities (communities of interest) to develop customized services offerings. Gigabit Squared provides an open framework that enables/supports wholesale and retail service delivery and competition. We encourage network participation and sharing the value of the infrastructure that is part of the community digital ecosystem. As such we recognize the need to provide vertical service offerings that compete on their own merit and encourage competition that shares the cost of the infrastructure. To this end we will establish billing and settlement services that promote the use of the network.

ATTACHMENT A EXECUTIVE & TEAM LEAD BIOs

Members of this team are internationally recognized leaders at the intersection of broadband technology, government & business in the public-private partnership arena. Their strong global network of top community champions, broadband and economic development thought leaders and practitioners, IT application and broadband service providers, and demonstration project investment partners, is a key asset for this program. In addition, their extensive grant, capital development and capital formation expertise has directly led to over $3 billion in funding for the public and private projects in which they have been engaged around the globe.

The Gigabit Squared team assigned to the GB2 engagement has been responsible for developing and acquiring billions of dollars in infrastructure funding through government, quasi-government, private, and non-profit sources. Regardless of project size, we have the expertise and capacity to develop a winning strategy, plan and financial model for capitalization and co-investment.

Our team brings not only high-level strategy and design, but also real world best practices and the experience of implementing and operating community, municipal, and government networks. In addition our team has a rich and deep experience working with and for utility-based providers such as incumbent carriers, CLECs, Cable Operators, and municipal utility providers.

Mark T. Ansboury – President/Co-founder

Mark Ansboury is Gigabit Squared's Chief Executive Officer, a member of the Board of Managers and co-founder of the company. As President and co-founder of GB2, Mark Ansboury works closely with communities, stakeholders and broadband providers to visualize, create and implement Open Source Digital Economic Development and Open Network strategies. Mr. Ansboury's strength is that he is equally adept and comfortable at engineering and conceptualizing as he is at implementing a community-based broadband network strategy.

Mark Ansboury has 30 years of experience in the telecommunications industry where he has served as both an entrepreneur and senior manager. He has acted in leading roles for technology consultancies and broadband service providers, managing technical, operational, business development and finance. He has also developed multi-stakeholder Open Network Architectures for communities that include public and private strategies, creating broadband-based economic and social opportunities. His philosophy of embracing and planning for the digital future has led communities to re-think and re-shape their economic and community development processes to include conceptualization, financing and implementation of digital broadband programs that provide growth opportunities for both the public and private sectors.

Mr. Ansboury has served as President of HealthNet; Senior Vice President and Chief Technology Officer of One Community (Northeast Ohio Comprehensive Community Infrastructure); Founding Partner and Director for Clear Data Communications, ITECH Partners and NGT Partners, LLC; and Director of Telecommunications for The State of Texas Department of Information. His work in business development and capitalization strategy has led to over $1 billion in new capital for his businesses, and he has facilitated acquisitions and mergers of over 20 companies. He is a regular international speaker on broadband issues, and has served on the U.S. Broadband Coalition, Ohio Middle Mile Consortium, the Board of Northeast Ohio Regional Health Information Exchange, and the Board of Case Western Reserve University Regional Extension Center. He was the 2009 Regional Award Winner (Ohio) for the Ernst & Young Entrepreneur of the Year.

Mr. Ansboury holds a bachelor's degree in business administration from Hawaii Pacific College and a master's degree in systems management from the University of Southern California. He also served in the U.S. Navy, specializing in electrical engineering, communications and cryptology.

Areas of expertise:

- Information system strategy
- Broadband development
- Capitalization
- Business development
- Sales and Marketing
- Mergers and Acquisitions

Robert W. Jennings, Jr. – Sr. Vice President/Co-founder

Bob Jennings is the President of Gigabit Squared, a member of the Board of Managers and co-founder of the company. He also serves as Gigabit Squared's Executive Vice-President.

Mr. Jennings has over 30 years of experience with project funding from public entities, private sources and public-private partnerships (**P3s**) as well as work with economic development strategies. He provides experience and leadership in identifying opportunities and developing programs and projects for public entities, private companies as well as P3 concerns, enabling the creation and implementation of Digital Economic Development and Open Network strategies and to develop successful P3 models for broadband implementation, increased growth and new business development in digital infrastructure – as well as parallel work in renewable energy and sustainable development.

In 2009 Mr. Jennings formed Captar Group, LLC a specialty consulting firm working with P3, renewable energy and sustainability initiatives until 2011 (when the practice became a part of GB2). From 2005 to 2009 Mr. Jennings worked as the Senior Vice President of Scannell Properties, an international real estate developer. Prior to that he worked as an attorney with the Griffin Fletcher law firm in real estate matters from 2004-2005, as well as worked as an economic development consultant with KMK Consulting from 2003-2005. He also served as Senior Vice President for Public Facilities Investment Corporation and its sister company Tamkin Fiber Corporation from 1995 to 2003, working in real estate and technology P3's. At the outset of his career Mr. Jennings spent 14 years (1981-1995) with the law firm of Peck, Shaffer & Williams, a nationally recognized bond counsel firm, becoming a partner in the firm. In his career as an attorney, Mr. Jennings has provided advice and counsel on public and public-private initiatives as well as economic development. He has worked on highly sophisticated debt financing and infrastructure transactions both in the U.S. and internationally.

Jennings is active in the leadership of The National Council for Public-Private Partnerships (NCPPP) as the chair of its ICT institute, its President Elect and as a member of its international, energy and real estate Institutes. He is a member of the Southern Economic Development Council, and also served as a member of the Board of Directors of the Association for Governmental Leasing & Finance from 1991 to 1997. He has received a number of honors, having been named in the past to Who's Who of Contemporary Achievement, Who's Who in American Law, Who's Who Among Young American Professionals and the International Biographical Centre's Men of Achievement. Jennings is a frequent speaker and participant in forums on economic development, P3's, broadband as well as leadership and its functional impact.

Areas of expertise:

- P3's
- Development financing
- Economic development
- Broadband initiatives and technology infrastructure programs
- New business development

Chris Vogt, Chief Financial Officer

Chris serves as the Chief Financial Officer of Gigabit Squared. Entrepreneurial, with business ownership experience, Chris has been involved with launching and growing a number of successful businesses. Spanning a 25-year career in corporate financial operations, management consulting and investment banking, Chris has worked with Boards and executive leadership for a broad array of companies across the industry spectrum. He brings expertise in financial oversight including accounting and budgeting processes, strategic analysis and planning, financial systems and operations planning, M&A and capital raising and capital management strategies. Prior to joining CRG, Chris was a Managing Partner and Principal at Howard Roark Consulting, LLC a business advisory consultancy. Chris was a member of the executive leadership team responsible for the nationwide launch and growth of i-wireless, a mobile telecom brand for The Kroger Co. Prior to i-wireless, he was responsible for all Corporate Finance functions at Cinergy Corp. (Duke Energy). Chris was also a business strategy consultant for Mercer Consulting and founding member of a Midwest investment bank specializing in M&A, capital markets and private equity transactions. Chris holds an Arts Bachelor degree from Davidson College and an MBA from the University of Cincinnati. He is active on the Boards of a number of local charities and nonprofit organizations.

Armando Stettner, Vice President, Engineering in the Office of the CTO

Armando Stettner has over 25 years of significant software, hardware and network development experience originating innovative high-tech products.

Prior to joining Gigabit Squared, he led advanced development for Verizon's nation-wide fiber-to-the-home FiOS services where he spearheaded several ambitious and successful projects requiring strong collaboration with external partners, leading to significant new value creation in their shared ecosystem.

Before Verizon, Armando was the third employee of and headed an architecture and technology group at Digeo – the early pioneer in advanced multi-tuner HD DVR cable set-top boxes and the Emmy Award-winning Moxi user interface – where he founded and then led work on the first multi-stream IPTV HD and DVR STB's, enabling seamless 'tuning' across both RF and IPTV.

Earlier, Armando held engineering management, architecture and principal engineering roles at Sun Microsystems and Digital Equipment Corp where his focus was on computer and operating systems design and development. He started his career working on UNIX systems at Bell Laboratories.

Armando holds several patents in the field of interactive television and is an accomplished pilot holding commercial land and seaplane certificates with single-engine, multi-engine and instruments ratings. He is a member of the IEEE, Society for Cable Telecommunications Engineers, Internet Society, and the American Association for the Advancement of Science.

Brian A. Schaffer, Sr. VP of Business Development

Brian Schaffer brings over 25 years' experience in business development, marketing and senior management in the technology and telecommunications industries. He is a Sarasota, Florida resident and understands the local Florida market intimately. In 2006 as the President of DayStar Communications, having completed a successful tenure of the facilities based Competitive Local Exchange Carrier (CLEC), headquartered on the west coast of Florida. Schaffer, recognizing the entrepreneurial opportunities that are rapidly evolving into new business models particularly with the prospect of Gigabit Florida and GB2 Telecommunications partnering with GB2, engaged in pursuing management of the sales functions of the Gigabit Florida organization, driving top-line revenue growth, quota management, sales goals and strategies and promoting the growth of the organization. He has an extensive network of strategic key decision makers with anchor tenants, government, education, public safety, healthcare and other anchor markets. He has extensive national and strategic account aggregation and acquisition experience, responsibility for outside and inside sales functions, including qualification, pipeline development, CRM's, deal-making, contracts, closings and renewals. He believes that Gigabit Squared, a national Open Source Digital Economic Development company that integrates wired and wireless broadband with strategic marketing, provides unique solutions for businesses, institutions and select consumers who face a growing connection disadvantage. This parlays very well with Gigabit Florida and GB2 Telecom and their desire to partner with GB2. Therefore, he sees GB2 Telecom poised for significant growth, as they make their solutions available to a market with pent-up demand and who have a growing need for their offerings.

Prior to DayStar, Schaffer ran, as its CEO, Reliance Wireless, an AT&T wireless master dealer, headquartered in Madison, CT, and working with over 100 dealers. His experience prior to that included co-founding a successful and ongoing CLEC, Tech Valley Communications, in Albany, NY. He also held other senior management positions, in companies such as TDS Telecom, a multi-billion dollar publicly traded facilities - based LEC based in Madison, WI, where he played a key role in opening up their first competitive market after the Telecommunications Act of 1996. Prior to that, he directed MCI business markets in New England, responsible for hundreds of million dollars in revenue. He also worked in GTE's wireless division, Contel Cellular, starting and managing their New England markets, based in Burlington, VT. He has been involved in both equity positions and consulting roles for several start-up telecommunications and entrepreneurial companies as well.

This extensive technology start-up, business development, wireless and telecommunications experience will be invaluable in his role helping Gigabit Florida and GB2 expand throughout the region, and achieve unparalleled growth as the Florida's most advanced, entrepreneurial, innovative communications organization.

Schaffer did his undergraduate work at the State University of New York at Fredonia, and now has three grown sons, all Florida natives, following in his footsteps: Brian K. who graduated from Florida Atlantic University and works as a senior business systems financial analyst; Nicholas, serving our country in the United States Air Force oversees; and Patrick, living and working in Florida in the telecommunications industry. Along with enjoying the beach and the water, he also enjoys aviation and looks to join another flying club locally. Schaffer is driven, determined and passionate about business. He's also very enthusiastic about this new opportunity to engage with GB2 Telecom and GB2, being a key member of an exceptionally accomplished Executive Management team, and to assist in guiding, in his view, the most exciting, explosive growth opportunity, while simultaneously, creating economic broadband equality and opportunities in underserved Florida markets.

Bryan J. Rader – Marketing/Business Consultant

Bryan J. Rader formed Bandwidth Consulting LLC in 2007 to provide industry-wide participants in the multi-family technology industry with guidance and assistance on strategic business planning and operational challenges and issues.

In 1996, he founded a start-up private cable company called MediaWorks in Atlanta, which he grew to be the largest operator in the southeastern U.S., and one of the rop PCOs for a decade. Clients included many well-known national and local property owners. In 2006, he sold his Atlanta, GA-based independent cable TV business, MediaWorks, the largest PCO in the southeastern United States, to DirecPath, a newly formed company with Hicks Holdings and DirecTV as its primary partners. His firm had roughly 40,000 MDU units and served such markets in the southeast as Atlanta, GA, Birmingham, AL, West Palm Beach/Miami, FL, and Raleigh, NC. He was the CEO and Founder of Apartment MediaWorks LLC, and lead the firm from its inception to sale in 2006.

Prior to MediaWorks, Mr. Rader worked for two different real estate organizations, including AIMCO, a national publicly-traded real estate investment trust (1994-1996) and HOMECORP, a southeast regional property owner (1991-1994). At both companies, he was responsible for all ancillary income, technology support, and service/marketing programs on their MDU properties on a national scale.

His career began in marketing research/consulting for national consumer brands and Fortune 500 companies such as AT&T, Arby's, Nestle, and Monsanto.

He writes a monthly column for Broadband Properties called "From The Operators' Point of View" and is currently the President of the Independent Multi-Family Communications Council, the leading trade organization for the industry, based in Washington D.C. He is also a frequent speaker to the multi-family technology industry and speaks at numerous events including NMHC Technology Forum, Sky Forum, National Apartment Association, Broadband Summit, ISPCon, OFC/NFOEC, and Fiber-to-the-Home Council.

He earned his degree at the University of Missouri – Columbia in 1988.

Dean Gerber, Director of Operations and Engineering

Dean Gerber has over 32 years of experience in the telecommunications and telephony technologies industries. He has a diverse background that includes network operations and support services, network design and integration, operations and engineering management, customer sales support, and onsite network and customer installation, integration and maintenance. This experience includes data, voice and video convergence technologies and protocols, copper, fiber and wireless infrastructures, Network Operations Center (NOC) technologies, Network Management System (NMS) technologies, WAN/LAN technologies and customer premise equipment (CPE) technologies and support.

Dean started his telecom career as a field engineer with Paradyne, an equipment manufacturer working on a nationwide Social Security integration project that included site installation and all NOC related operations and support functions. Work with equipment manufacturer General Datacom included daily operations and projects for Tier 1 service provider and enterprise accounts designing, building, and maintaining regional and national networks that included data, voice and video transport technologies, and NOC and NMS technologies and operations. A regional management position included responsibility for daily operations of multiple customer networks including NOC, NMS and customer support, customer

site installations, integration, and repair. Dean was also involved with several startups during the dot.com days ranging from network security to service provider sales and engineering positions with Lucent and Nortel working on large enterprise and government accounts during stellar growth periods that saw revolutionary changes in the telecom marketplace.

For the 10 years prior to coming to GB2 Telecom, Dean was the Director of Operations and Engineering at DayStar Communications here in SWFL. He was responsible for the daily operations and engineering functions for a regional network that integrated NOC and customer support on copper, fiber, and wireless infrastructure, service provider co-location facilities, partner facilities, communications towers, licensed and unlicensed microwave links, and customer site deployments. Dean was instrumental in transforming DayStar into a nationwide, profitable network service provider.

At GB2, Dean has been integrally involved with the Chicago, Seattle, GigU and Florida based projects which include fault tolerant, standards based NOC and NMS design, deployment, and operation strategies for the Tampa, Toledo, Chicago and Seattle date centers that will assure the customer's data, voice, video, entertainment, and other IP services are up and running efficiently. He also manages daily operations and logistics for Tier 1 service provider 3G–4G cellular upgrade contracts across the mid-Atlantic and Southern regions and point-point and point–multi-point microwave integration projects within the GB2 network. He has assured that all tower crews have been Comtrain and CPR certified.

Dean believes in the GB2 fiber with wireless overlay philosophy in delivering high end data, voice, video, entertainment, and next generation IP services to the business, government, health care, and residential consumer at an economically feasible rate while maintaining an attitude that the "customer's perception is what counts."

Dean did his undergraduate work at Kent State University and Control Data Institute.