

QUARTERLY PERFORMANCE PROGRESS REPORT FOR BROADBAND INFRASTRUCTURE PROJECTS

General Information

1. Federal Agency and Organizational Element to Which Report is Submitted Department of Commerce, National Telecommunications and Information Administration	2. Award Identification Number NT10BIX5570050	3. DUNS Number 831414755
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4. Recipient Organization

Zito Media Communications II, LLC 106 Steerbrook Road, Coudersport, PA 16915-8440

5. Current Reporting Period End Date (MM/DD/YYYY) 09-30-2012	6. Is this the last Report of the Award Period? <input type="radio"/> Yes <input checked="" type="radio"/> No
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7. Certification: I certify to the best of my knowledge and belief that this report is correct and complete for performance of activities for the purposes set forth in the award documents.

7a. Typed or Printed Name and Title of Certifying Official Colin Higgin Vice President	7c. Telephone (area code, number and extension) 8142609588
	7d. Email Address colin.higgin@zitomedia.com

7b. Signature of Certifying Official Submitted Electronically	7e. Date Report Submitted (MM/DD/YYYY): 11-14-2012
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Project Indicators (This Quarter)

1. Please describe significant project accomplishments completed during this quarter (600 words or less).

Zito continued construction in Pennsylvania. Zito continued informational brochure mailings to potential anchor institutions and hub locations. Zito has increased the workforce on the project as it progresses out of congested urban areas and finishes the dual build with another BTOP project. There are now multiple construction crews increasing the construction production. Following the construction crews Zito's splicing contractor has spliced portions of the constructed fiber. Also, Zito installed fiber and electronics into a few hub sites and CAI locations. In addition, Zito's commercial division increased meetings and out reach activities with various entities such as chamber of commerces. Zito's commercial division are actively negotiating with potential customers and CAIs along the project's path.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Percent Complete column and "N/A" in the Narrative column if your project does not include this activity. If you provided additional milestones in your baseline plan, please insert them at the bottom of the table. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the percent complete is different from the target provided in your baseline plan (300 words or less).

	Milestone	Percent Complete	Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer)
2a.	Overall Project	92	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress was hampered by inconsistent make ready completion. As Zito's construction crews get out of the urban areas construction pace will increase. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2b.	Environmental Assessment	100	No Variance from Baseline Report
2c.	Network Design	100	No Variance from Baseline Report
2d.	Rights of Way	100	No Variance from Baseline Report
2e.	Construction Permits and Other Approvals	0	No Variance from Baseline Report
2f.	Site Preparation	98	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. In addition, the negative variance is due to the inconsistent make ready completion hampering complete stretches of fiber from being completed. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2g.	Equipment Procurement	100	No Variance from Baseline Report
2h.	Network Build (all components - owned, leased, IRU, etc)	70	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress was hampered by inconsistent make ready completion. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2i.	Equipment Deployment	55	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress was hampered by inconsistent make ready completion and dual build. Majority of network electronics have not been installed as network build is not active due to incomplete make ready and decreased construction production. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2j.	Network Testing	40	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Only a small portion of the network is currently active. The negative variance is due to inconsistent make ready completion that hampers complete stretches of fiber from being constructed.
2k.	Other (please specify):	0	No Variance from Baseline Report

3. To the extent not covered above, please describe any challenges or issues faced during this past quarter in achieving planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

Zito has been delayed by overlashing another BTOP project's fiber along areas of our project. Zito has an agreement with the KINBER project to dual lash cable in certain areas in Pennsylvania. Although there is no additional cost incurred the additional cable has delayed work crews. Zito believes at this time the additional cable will not affect the completion of the project. Lastly, in areas that make ready was supposedly completed construction crews discovered stretches that make ready was not completed. These areas hampered construction crews from completing full stretches of fiber and slowing the pace of construction.

4. Please report the following information regarding network build progress. Write "0" in the Total column and "N/A" in the Narrative column if your project does not include this activity. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the total is different from the target provided in your baseline plan (600 words or less).

Indicator	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
New network miles deployed	225	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. The mileage includes new construction and the fiber purchased from Conneaut Telephone Company. Construction has been delayed due to make ready invoicing and make ready work. In addition Zito's construction crews have been hampered by installing dual fiber along portions of the project. The dual fiber is part of an agreement Zito has with another BTOP recipient. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
New network miles leased	20	The 20 miles are under an IRU agreement between Zito and One Community in Ohio.
Existing network miles upgraded	0	No Variance from Baseline Report
Existing network miles leased	0	No Variance from Baseline Report
Number of miles of new fiber (aerial or underground)	225	Negative variance due to fact that we received the grant at the end of quarter one on March 26, Zito's construction progress was hampered by inconsistent make ready completion. The mileage is based off of Zito's fiber purchase, IRU agreement and newly constructed fiber. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
Number of new wireless links	0	No Variance from Baseline Report
Number of new towers	0	No Variance from Baseline Report
Number of new and/or upgraded interconnection points	4	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Other points are established just not connected to the network due to construction delays. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.

For questions 5 and 6 please include information relating to agreements that you are negotiating or have entered into, or that your sub recipient, contractor or subcontractor is negotiating or entered into.

5a. If applicable, please provide the following information with regard to agreements with broadband wholesalers and/or last mile providers as a result of your project.

Indicators	
Number of signed agreements with broadband wholesalers or last mile providers	0
Number of agreements currently being negotiated with broadband wholesalers or last mile providers	3
Average term of signed agreements (in quarters)	0

5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers:
No agreements have been signed in the past quarter. There are preliminary talks with providers, but no signed agreements.

5c. What wholesale services are being provided by this project? Please describe below. As an attachment to this report, please provide pricing plans (in \$ per month) associated with each wholesale service provided by your product (100 words or less). Wholesale services description:

See Service Offerings Attachment

5d. If you have designated a third party to operate all or a portion of your network, please provide the name and contact information for this third party, indicate if this entity is a sub recipient, contractor, and/or subcontractor, and describe with specificity the portion of your network this this third party operates (600 words or less).

None

6. Please provide the data according to the type of subscriber. Write "0" in the Total column and "N/A" in the Narrative column if your project does not pass or serve a particular subscriber type. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the total is different from the target provided in your baseline plan (300 words or less).

Subscriber Type	Access Type	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
Broadband Wholesalers or Last Mile Providers	Providers with signed agreements receiving new access	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. In addition, the negative variance is due to the inconsistent make ready completion hampering complete stretches of fiber from being completed. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews.
	Providers with signed agreements receiving improved access	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. In addition, the negative variance is due to the inconsistent make ready completion hampering complete stretches of fiber from being completed. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews.
	Providers with signed agreements receiving access to dark fiber	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. In addition, the negative variance is due to the inconsistent make ready completion hampering complete stretches of fiber from being completed. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews.
	Please identify the speed tiers that are available and the number of subscribers for each	0	See Service Offerings Attachment
Community Anchor Institutions (including Government institutions)	Total subscribers served	5	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Construction has been delayed due to continual make ready issues with utility companies. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. The fiber purchase and IRU are not currently active fiber nor does it directly connect to any CAIs. This metric will increase as construction progresses and marketing efforts establish agreements with CAIs. Zito has multiple interested CAIs and signed agreements along the project's path. However, these CAIs are in areas where the network is not active or built yet.
	Subscribers receiving new access	0	No Variance from Baseline
	Subscribers receiving improved access	5	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Construction has been delayed due to continual make ready issues with utility companies. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. The fiber purchase and IRU are not currently active fiber nor does it directly connect to any CAIs. This metric will increase as construction progresses and marketing efforts establish

Subscriber Type	Access Type	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
			agreements with CAls. Zito has some signed agreements and more nearing completion.
	Please identify the speed tiers that are available and the number or subscribers for each	0	See Service Offerings Attachment
Residential / Households	Entities passed	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Due to the slow progress of construction due to continual make ready delays Zito has not connected to the northeast Ohio last mile areas. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. As construction reaches northeast Ohio this metric will increase due to the fiber build passing these entities in our last mile areas. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Total subscribers served	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Due to the slow progress of construction due to continual make ready delays Zito has not connected to the northeast Ohio last mile areas. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. As construction reaches northeast Ohio this metric will increase due to the fiber build passing these entities in our last mile areas. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Subscribers receiving new access	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Due to the slow progress of construction due to continual make ready delays Zito has not connected to the northeast Ohio last mile areas. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. As construction reaches northeast Ohio this metric will increase due to the fiber build passing these entities in our last mile areas. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Subscribers receiving improved access	0	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Due to the slow progress of construction due to continual make ready delays Zito has not connected to the northeast Ohio last mile areas. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. As construction reaches northeast Ohio this metric will increase due to the fiber build passing these entities in our last mile areas. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Please identify the speed tiers that are available and the number of subscribers for each	0	See Service Offerings Attachment
Businesses	Entities passed	3,342	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Construction has been delayed due to continual make ready issues with utility companies. Construction In the next quarter Zito expects this metric to increase as make ready delays lessen allowing more construction crews to be used. Due to the delays most of the fiber constructed is not currently active as a result of the inconsistent make ready completed. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.

Subscriber Type	Access Type	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
	Total subscribers served	1	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Construction has been delayed due to continual make ready issues with utility companies. Due to the delays most of the fiber constructed is not currently active. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. Zito's commercial division is actively negotiating with numerous businesses along the project path. Zito's commercial division has multiple business agreements lined up, but these entities are not located on currently built fiber or the fiber is not active. Although these entities are passed Zito has not connected them to the network as it is not active in most areas. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Subscribers receiving new access	0	No Variance from Baseline
	Subscribers receiving improved access	1	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Construction has been delayed due to continual make ready issues with utility companies. Construction In the next quarter Zito expects this metric to increase as make ready delays lessen allowing more construction crews to be used. Due to the delays most of the fiber constructed is not currently active. In addition, the dual build with another BTOP project has decreased the production levels of the construction crews. Zito's commercial division is actively negotiating with numerous businesses along the project path. As construction progresses and the fiber becomes active this metric will increase. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
	Please identify the speed tiers that are available and the number of subscribers for each	0	See Service Offerings Attachment

7. Please describe any special offerings you may provide (600 words or less).

See Service Offerings Attachment

8a. Have your network management practices changed over the last quarter? Yes No

8b. If so, please describe the changes (300 words or less).

N/A

9. Community Anchor Institutions:

Using the table below, please provide a list by service area of the community anchor institutions (including Government institutions) connected to your network as a result of BTOP funds. Figures should be reported for the most recent reporting quarter only (NOT cumulatively). Also indicate whether your organization is currently providing broadband service to the anchor institution. Finally, provide a short narrative description with examples of how institutions are using BTOP-funded infrastructure (300 words or less).

Institution Name	Service Area (town or county)	Type of Anchor Institution (as defined in your baseline)	Are you also the broadband service provider for this institution? (Yes / No)	Narrative description of how anchor institutions are using BTOP-funded infrastructure
City of Meadville	Meadville, PA	Other Government Facilities	Yes	Zito is providing broadband and voice service to this location.
Meadville Police Department	Meadville, PA	Public Safety Institution	Yes	Zito is providing broadband and voice service to this location.
Thiel College	Greenville, PA	Other Institutions of Higher Learning	Yes	Zito is providing broadband and voice service to this location.

Project Indicators (Next Quarter)

1. Please describe significant project accomplishments planned for completion during the next quarter (600 words or less).
 Zito will continue to negotiate with critical anchor institutions, business and last mile providers. These metrics should increase as the construction reaches more of these entities. Zito expects to complete the majority of the network build by the middle of the December 2012 quarter. Zito plans to deploy 135 miles of fiber in the next quarter. Zito expects to connect 20-40 CAIs by the end of the quarter. The reduced number is a result of construction delays that disrupt the continuity of the network. Zito's commercial sales team is actively negotiating with institutions. Zito currently has signed agreements with CAIs, but the fiber is not connected to these facilities. Zito will have signed agreements with multiple CAIs, but some won't be connected to an active network by the end of the quarter. In the 1st quarter of 2013, Zito will complete any minor segments of the build not yet completed. In addition, Zito will build the fiber connections from the CAIs and businesses to the fiber network. These connections will allow Zito to provide services to the rest of the CAIs needed to fulfill the baseline numbers. Zito expects to have 1-2 signed agreements with broadband wholesaler/last mile providers.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Planned Percent Complete column and "N/A" in the Narrative column if your project does not include this activity. If you provided additional milestones in your baseline plan, please insert them at the bottom of the table. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the next reporting quarter. Please provide a narrative description if the percent complete is different from the target provided in your baseline plan (300 words or less).

	Milestone	Planned Percent Complete	Narrative (describe reasons for any variance from baseline plan or any other relevant information)
2a.	Overall Project	99	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress has been hampered by inconsistent make ready completion. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2b.	Environmental Assessment	100	No Variance from Baseline
2c.	Network Design	100	No Variance from Baseline
2d.	Rights of Way	100	No Variance from Baseline
2e.	Construction Permits and Other Approvals	0	No Variance from Baseline
2f.	Site Preparation	100	No Variance from Baseline
2g.	Equipment Procurement	100	No Variance from Baseline
2h.	Network Build (all components - owned, leased, IRU, etc.)	99	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress has been hampered by inconsistent make ready completion. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2i.	Equipment Deployment	95	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress has been hampered by inconsistent make ready completion. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2j.	Network Testing	95	Negative variance due to fact that we received the grant at the end of quarter one on March 26, 2010. Zito's construction progress has been hampered by inconsistent make ready completion. Zito expects to be substantially complete with the project network build by the middle of the December 2012 quarter.
2k.	Other (please specify):	0	No Variance from Baseline

3. Please describe any challenges or issues anticipated during the next quarter that may impact planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

The continuing challenge is having utility companies finish make ready work to allow construction crews to increase production. If portions of make ready are not completed portions of the fiber build would not be active, thus, not allowing services to be provided to businesses and anchor institutions. Zito will continue to monitor the situation and apply as much pressure as possible to alleviate the situation. Although Zito has been hampered by make ready the problem is slowly alleviating. Zito does not expect the make ready delay to the ultimate completion of the project within the allotted time frame. We do not believe NTIA assistance is required with this challenge.

Infrastructure Budget Execution Details

Activity Based Expenditures (Infrastructure)

1. Please provide details below on your total budget, cumulative actual expenditures (for the period ending the current quarter), and cumulative anticipated expenditures (for the period ending next quarter) for each line item, including detailed disbursements of both matching funds and federal funds from project inception through end of this quarter (actual) or next quarter (anticipated). Actual and anticipated figures should be reported cumulatively from award inception to the end of the applicable reporting quarter.

Budget for Entire Project				Actuals from Project Inception through End of Current Reporting Period			Anticipated Actuals from Project Inception through End of Next Reporting Period		
Cost Classification	Total Cost (plan)	Matching Funds (plan)	Federal Funds (plan)	Total Cost	Matching Funds	Federal Funds	Total Costs	Matching Funds	Federal Funds
a. Administrative and legal expenses	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
b. Land, structures, right-of-ways, appraisals, etc.	\$4,210,356	\$842,070	\$3,368,285	\$4,180,484	\$836,096	\$3,344,388	\$4,210,356	\$842,070	\$3,368,285
c. Relocation expenses and payments	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
d. Architectural and engineering fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
e. Other architectural and engineering fees	\$229,074	\$45,815	\$183,259	\$229,074	\$45,815	\$183,259	\$229,074	\$45,815	\$183,259
f. Project inspection fees	\$102,600	\$20,520	\$82,080	\$102,600	\$20,520	\$82,080	\$102,600	\$20,520	\$82,080
g. Site work	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
h. Demolition and removal	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
i. Construction	\$1,855,798	\$371,160	\$1,484,639	\$1,307,862	\$261,572	\$1,046,290	\$1,830,798	\$366,160	\$1,464,638
j. Equipment	\$1,273,302	\$254,661	\$1,018,641	\$1,273,302	\$254,661	\$1,018,641	\$1,273,302	\$254,661	\$1,018,641
k. Miscellaneous	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
l. SUBTOTAL (add a through k)	\$7,671,130	\$1,534,226	\$6,136,904	\$7,093,322	\$1,418,664	\$5,674,658	\$7,646,130	\$1,529,226	\$6,116,903
m. Contingencies	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
n. TOTALS (sum of l and m)	\$7,671,130	\$1,534,226	\$6,136,904	\$7,093,322	\$1,418,664	\$5,674,658	\$7,646,130	\$1,529,226	\$6,116,903

2. Program Income: Please provide the program income you listed in your application budget and actuals to date through the end of the reporting period.

a. Application Budget Program Income: \$0	b. Program Income to Date: \$0
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