OMB CONTROL NUMBER: 0660-0037

AWARD NUMBER: NT10BIX5570091 EXPIRATION DATE: 12/31/2013 DATE: 08/09/2011 QUARTERLY PERFORMANCE PROGRESS REPORT FOR BROADBAND INFRASTRUCTURE PROJECTS **General Information** 1. Federal Agency and Organizational Element to 2. Award Identification Number 3. DUNS Number Which Report is Submitted Department of Commerce, National Telecommunications and Information NT10BIX5570091 832385988 Administration 4. Recipient Organization Bluebird Media, L.L.C. 213 N. Stadium Blvd, Ste 203, Columbia, MO 65203-1161 6. Is this the last Report of the Award Period? 5. Current Reporting Period End Date (MM/DD/YYYY) 06-30-2011 No 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 7c. Telephone (area code, number and extension) Χ Chris Bach 7d. Email Address chris.bach@bluebirdmedia.com 7b. Signature of Certifying Official 7e. Date Report Submitted (MM/DD/YYYY): 08-09-2011 Submitted Electronically

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#### **Project Indicators (This Quarter)**

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

Bluebird Media's environmental engineering firm completed an environmental assessment and was issued a Finding of Non Significant Impact (FONSI) on the environment. Bluebird's engineering firms completed the route drawings and staking of the infrastructure routes during this quarter. Bluebird selected two electronics network equipment providers for Dense Wavelength Division Multiplexing (DWDM) and Multiprotocol Label Switching (MPLS) equipment, a construction supervisor and a site preparation consultant, and selected one miscellaneous construction materials provider through competitive bidding processes. Bluebird completed contracts with a miscellaneous construction materials and warehousing provider, four network construction companies, a construction supervisor, and a site preparation consultant. Bluebird finalized an agreement with the Missouri Department of Transportation (MODOT) regarding state rights of ways. Bluebird Media completed a study on the value of rural fiber indefeasible rights of use (IRU) and hired two new engineers during the past quarter.

Bluebird Media took delivery of one-third of their projects fiber and confirmed the timing of the shipments of the remaining two-thirds of the fiber with Draka due to the fiber shortage across the industry. Bluebird revised their budget to reflect the approved routes changes and increased the amount of the budget that reflected to amount Bluebird was able to spend prior to obtaining a FONSI. Bluebird Media also proposed a route change that would change a route previously approved build route to a fiber IRU route. Lastly, Bluebird completed a community outreach campaign that included; participating in Regional Planning Council meetings covering the 59 county service area, residential and business survey development, meeting with the Office of State Courts Administration regarding service and Request for Proposal process, educating key general assembly members about Bluebird Media, participated in 5 Missouri Broadband NOW conferences and participated in ongoing meetings with other companies regarding Community Anchor Institutions (CAIs) service coordination. This outreach also consisted of developing brochures and collateral materials that will be given to CAIs during the next quarter.

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	7	Delay caused by approved route changes during Q1-2011. The route changes caused a delay in engineering costs and environmental assessment costs during Q1 and Q2 of 2011, delaying construction expenses to start in Q3 2011.
2b.	Environmental Assessment	95	Bluebird Media was issued a Finding of Non Significant Impact on the environment during Q2 2011, continued environmental monitoring during construction will be the remaining 5 percent to complete.
2c.	Network Design	98	Delay caused by approved route changes during Q1-2011.
2d.	Rights of Way	95	Delay caused by approved route changes during Q1-2011. The Rights of Way will be completed during Q3 2011 once one more agreement has been signed with a state agency.
2e.	Construction Permits and Other Approvals	6	Delay caused by approved route changes during Q1-2011. Construction permits were delayed due to the changing routes while construction is slated to start during Q3-2011.
2f.	Site Preparation	0	Delay caused by approved route changes during Q1-2011. Construction permits were delayed due to the changing routes causing site preparation to not start until Q3-2011.
2g.	Equipment Procurement	4	Delay caused by approved route changes during Q1-2011. Equipment expenses were delayed due to the changing routes. An Increase in equipment purchasing will start in Q3-2011.
2h.	Network Build (all components - owned, leased, IRU, etc)	0	Network build was delayed by approved route changes during Q1-2011. The route changes caused a delay in engineering and the environmental assessment, delaying network build to start in Q3 2011.
2i.	Equipment Deployment	0	Delay caused by approved route changes during Q1-2011. Equipment expenses were delayed due to the changing routes and will be purchased starting in Q3-2011.
2j.	Network Testing	0	Network build was delayed by approved route changes during Q1-2011. The route changes caused a delay in engineering and the environmental assessment, delaying network build and testing to start in Q3 2011.

RECIPIENT NAME: Bluebird Media, L.L.C.

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	Milestone	Percent Complete	Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer)
2k	. Other (please specify):	0	Software support systems RFP was posted during the present quarter. The delay was caused by reviewing several software support systems and Bluebird Media being unable to decide on a system prior to closing Q2-2011.

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).

Bluebird Media faced the challenge of completing the environmental assessment during this past quarter and obtaining a Finding of Non Significant Impact (FONSI) on the environment. Due to the route changes being approved in March 2011, Bluebird Media had to work diligently to finish engineering and environmental studies along the new approved routes. Bluebird Media was delayed in site preparation too during the past quarter due to the route changes relating to exclusive right-of-ways. These exclusive right-of-ways were unknown to Bluebird Media during the design phase of the grant application. The delay in obtaining a FONSI has challenged Bluebird Media to start construction about two to three months behind schedule. Bluebird Media feels confident that the current plan in place with all four construction companies gives Bluebird time to fulfill the grant requirements timely.

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	0	None- no construction yet
New network miles leased	0	None- no construction yet
Existing network miles upgraded	0	N/A
Existing network miles leased	0	N/A
Number of miles of new fiber (aerial or underground)	0	None- no construction yet
Number of new wireless links	0	N/A
Number of new towers	0	N/A
Number of new and/or upgraded interconnection points	0	None- no construction yet

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	22
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: N/A

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:

Dedicated Internet Access, Extended Local Area Network, Extended Wide Area Network, etc. Pricing plans are being currently developed.

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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 third party operates (600 words or less). N/A

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).

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		available and the number of	0	NA

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

No special offerings at this time.

NA

DATE: 08/09/2011			EXPIRATION DATE: 12/31/2013
8a. Have your network management practices changed over the last quarter?	○ Yes	<ul><li>No</li></ul>	
8b. If so, please describe the changes (300 words or less).			

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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 guarter 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
NA	NA	NA	NA	NA

### Project Indicators (Next Quarter)

1. Please describe significant project accomplishments planned for completion during the next quarter (600 words or less).

Bluebird's environmental engineering firm will continue to monitor environmental assessment to comply with the Special Award Conditions while the engineering team completes the network design while the infrastructure is being built. Bluebird will finalize all agreements with state agencies to compete the necessary contracts for the state Rights of Way. Once completed, Bluebird will begin construction on the infrastructure routes and start site preparation for the node sites. Bluebird plans to have ground breaking ceremonies across the state once construction starts.

Bluebird also plans to select an Operational Support System (OSS) software program provider(s), a fiber distribution panel vendor, and a auditing firm through a competitive bidding process. Bluebird will complete contracts with the OSS software vendor(s), the Fiber Distribution Panel vendor, DWDM/MPLS equipment vendors, a shelter vendor, and a certified auditor during the present quarter. Bluebird is planning on acquiring/finalizing all site locations for all communication shelters. Bluebird also plans to devise a rate structure for all products offered in the future. Bluebird will design and implement a Community Outreach Plan including education for community and elected officials, local leaders and media, including press events, fact sheets, Question & Answer handouts, power points and video.

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	15	The delay will be caused by the approved route changes during Q1-2011. This in return delayed the issue of a Finding of Non Significant Impact on the environment delaying construction permits and other approvals.
2b.	p. Environmental Assessment 95		Bluebird Media was issued a Finding of Non Significant Impact on the environment during Q2 2011, continued environmental monitoring during the construction period will be the remaining 5 percent to complete.
2c.	Network Design	100	None
2d.	Rights of Way	100	None
2e.	Construction Permits and Other Approvals	55	The advance of construction permits and other approvals will be caused by completing agreements with state agencies and starting all fiber build routes during this quarter.
2f.	Site Preparation	33	The delay will be caused by the timing to complete agreements with state agencies. This in return delayed the state site selections delaying the site preparation.
2g.	Equipment Procurement	49	The advance of equipment procurement will be caused by completing several contracts and starting all fiber build routes during this quarter.

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	Milestone	Planned Percent Complete	Narrative (describe reasons for any variance from baseline plan or any other relevant information)
2h.	Network Build (all components - owned, leased, IRU, etc.)	8	The delay will be caused by the approved route changes during Q1-2011. This in return delayed the issue of a Finding of Non Significant Impact on the environment delaying construction permits and other approvals.
2i.	Equipment Deployment	10	The delay will be caused by the approved route changes during Q1-2011. This in return delayed the issue of a Finding of Non Significant Impact on the environment delaying construction permits and other approvals.
2j.	Network Testing	0	The delay will be caused by the approved route changes during Q1-2011. This in return delayed the issue of a Finding of Non Significant Impact on the environment delaying construction permits and other approvals.
2k.	Other (please specify): OSS Software	25	Bluebird Media was focused on the route changes and FONSI during Q1 and Q2 2011 delaying the roll out of OSS software. Bluebird plans to work diligently the next two quarters to implement the software.

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).

Potential delays and challenges Bluebird Media anticipates during the next quarter include the flooding of the Missouri River. Spring rain combined with heavy release of water from dams, have caused the Missouri River to reach flood stage during Q2 2011. The U.S. Army Corps of Engineers think it will be late Q3 2011 before the river returns to its banks. This will challenge Bluebird Media to get the construction started immediately for the river bore immediately following the river receding below flood stage.

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# 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					from Project nd of Current 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	\$1,611,500	\$271,699	\$1,339,801	\$885,288	\$150,499	\$734,789	\$1,005,000	\$170,850	\$834,150
b. Land, structures, right-of-ways, appraisals, etc.	\$10,500,000	\$10,500,000	\$0	\$0	\$0	\$0	\$5,000,000	\$5,000,000	\$0
c. Relocation expenses and payments	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
d. Architectural and engineering fees	\$2,950,000	\$497,370	\$2,452,630	\$2,463,781	\$418,843	\$2,044,938	\$2,900,000	\$493,000	\$2,407,000
e. Other architectural and engineering fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
f. Project inspection fees	\$424,000	\$71,486	\$352,514	\$0	\$0	\$0	\$20,438	\$3,474	\$16,964
g. Site work	\$111,328	\$18,777	\$92,551	\$0	\$0	\$0	\$30,738	\$5,225	\$25,513
h. Demolition and removal	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
i. Construction	\$33,319,581	\$5,620,036	\$27,699,545	\$7,042	\$1,197	\$5,845	\$415,000	\$70,550	\$344,450
j. Equipment	\$15,886,941	\$2,678,732	\$13,208,209	\$1,065,288	\$181,099	\$884,189	\$2,000,000	\$340,000	\$1,660,000
k. Miscellaneous	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
I. SUBTOTAL (add a through k)	\$64,803,350	\$19,658,100	\$45,145,250	\$4,421,399	\$751,638	\$3,669,761	\$11,371,176	\$6,083,099	\$5,288,077
m. Contingencies	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
n. TOTALS (sum of I and m)	\$64,803,350	\$19,658,100	\$45,145,250	\$4,421,399	\$751,638	\$3,669,761	\$11,371,176	\$6,083,099	\$5,288,077

<sup>2.</sup> 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