

QUARTERLY PERFORMANCE PROGRESS REPORT FOR BROADBAND INFRASTRUCTURE PROJECTS

General Information

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| 1. Federal Agency and Organizational Element to Which Report is Submitted Department of Commerce, National Telecommunications and Information Administration | 2. Award Identification Number NT10BIX5570099 | 3. DUNS Number 150664001 |
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4. Recipient Organization

 Bloomingdale Communications Inc 101 W Kalamazoo St., Bloomingdale, MI 49026-8793

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| 5. Current Reporting Period End Date (MM/DD/YYYY) 06-30-2013 | 6. Is this the last Report of the Award Period? <input type="radio"/> Yes <input checked="" type="radio"/> 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 Robin Epson | 7c. Telephone (area code, number and extension) X |
| | 7d. Email Address rempson@bloomingdalecom.net |

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| 7b. Signature of Certifying Official Submitted Electronically | 7e. Date Report Submitted (MM/DD/YYYY): 08-20-2013 |
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Project Indicators (This Quarter)

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

During this quarter, Quarter 2 of 2013 (Year 3 Quarter 4), Bloomingdale Communications, Inc.'s (BCI) continued to work with Vantage Point Solutions (Vantage Point), the selected engineering firm, regarding the project outside plant inspection services and overall project management. The outside plant (OSP) contractor, Turnkey Network Solutions (Turnkey), finished splicing and testing the fiber optic cable. This accomplishment fulfilled the OSP contract with Turnkey, therefore Vantage Point worked with Turnkey and BCI to close out the contract this quarter.

Provisioning has been completed for the Cyan CPE and transport equipment, therefore Community Anchor Institutions (CAIs) began to be cutover to the new network. At the end of this quarter, BCI had turned up 30 CAIs. This quarter, the contract with Cyan was amended to provide additional electronics so BCI and the sub-recipient, Great Lakes Comnet, will each be able to independently control the electronics in the shared fiber network. This equipment was ordered this quarter and will be installed next quarter. The budget was also revised this quarter to shift money between accounts for this amendment.

There was no change to the fiber miles installed by the end of the prior quarter as all fiber was placed in the previous quarter. An approximate total of 87.6 miles of fiber has been installed for this project, with approximately 81.1 miles of fiber underground and 6.5 miles of aerial fiber. These totals include buried entrance fiber to all Community Anchor Institutions (CAIs) being included in this project. The joint build coordination with Merit Networks (Merit) on its Round 1 award also continued this quarter. By the end of last quarter, Merit's contractor had installed and placed fiber in a total of 40.02 aerial miles and 9.71 underground miles.

This project includes two prefabricated huts which are located in South Haven and Lawrence. The Lawrence hut was completed this quarter and therefore both huts are now complete. The RFPs released last quarter for the hut driveways came back too expensive for asphalt, therefore BCI issued purchase orders for crushed asphalt. The two hut driveways will be completed next quarter.

This quarter, BCI awarded contracts for purchase and installation of a new HVAC system and DC Power Equipment for the Bloomingdale Central Office in order to support the new electronics. BCI selected Emergency Power Corp. for the DC Power upgrade based on the RFP released last quarter. The equipment was ordered and will be received and installed next quarter as there was a delay with the powerboard. Hurst Mechanical was selected for the air conditioning unit based on the RFP released last quarter and they installed a new roof top HVAC unit this quarter. The batteries were also received and installed this quarter as well.

BCI continued to cut more subscribers over to the new Cisco ASR 9010 core router this quarter.

BCI signed service agreements with an additional 9 CAIs during this quarter, therefore bringing the total to 30 signed service agreements as of the quarter end.

BCI drew down \$424,978 in federal funds in the 2nd quarter of 2013, which is a total of \$5,028,960 since the project began. The number of jobs created or retained in this quarter due to this BCI project was 0.69 full time equivalent.

This quarter, the project continued coming together and moving along as planned with construction complete, equipment deployed, and CAIs connected the overall project progress is almost complete. As expected, this quarter was very productive and completion of the project is anticipated the project 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 | 89 | Based on expenditures, BCI is 89% complete with the overall project. This is not as high of a percent as projected last quarter of 99% mainly due to the amended contract for additional equipment. This equipment will be installed next quarter and paid for then. The BCI project is moving along rapidly as expected and is nearing completion where contracts will be closed out and paid in full. |
| 2b. | Environmental Assessment | 100 | Completed Year 1 in 4th Quarter, which was Quarter 2 of 2011. |
| 2c. | Network Design | 99 | N/A, this is the percentage predicted at the end of last quarter for this quarter. Network Design is not complete until final stage just before network deployment of all project equipment, etc. |
| 2d. | Rights of Way | 100 | Completed Year 3 in 3rd Quarter, which was Quarter 1 of 2013. |

| | Milestone | Percent Complete | Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer) |
|-----|--|------------------|--|
| 2e. | Construction Permits and Other Approvals | 100 | Completed Year 2 in 4th Quarter, which was Quarter 2 of 2012. |
| 2f. | Site Preparation | 100 | Completed Year 3 in 3rd Quarter, which was Quarter 1 of 2013. |
| 2g. | Equipment Procurement | 71 | The initial contract equipment was installed this quarter and paid for by BCI, however the budget was revised during the quarter and money moved into this budget item from another for the amended equipment contract. This budget change caused the overall percentage to decrease by 1% from last quarter even though additional money was expended in this budget category throughout this quarter. During the next quarter, the additional amended contract equipment will be received and installed as well as paid for in full. |
| 2h. | Network Build (all components - owned, leased, IRU, etc) | 99 | N/A, this is the percentage predicted at the end of last quarter for this quarter. Network Build is continuing rapidly and a lot of progress has been made as CAIs have been connected. |
| 2i. | Equipment Deployment | 98 | Equipment deployment is continuing rapidly and a lot of progress has been made. CAIs are connected and utilizing the new network, however this percentage is slightly lower than last quarters prediction due to the DC power, HVAC upgrade, and amended additional Cyan equipment being installed next quarter. |
| 2j. | Network Testing | 99 | N/A, this is the percentage predicted at the end of last quarter for this quarter. Network Testing is complete for the new transport network, however additional testing will be necessary once the amended contract Cyan equipment is installed next quarter. |
| 2k. | Other (please specify): | 0 | N/A |

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).

No issues or challenges other than what is covered above by individual category. Progress is moving along rapidly. The project will be completed next quarter.

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 | 137 | As of the end of the fourth quarter 2012, all fiber had been installed. BCI had placed approximately 81.1 miles of buried fiber and 6.5 miles of aerial fiber. The Merit joint build portion of the project had completed 9.71 underground fiber miles and 40.02 aerial fiber miles by the end of last quarter. This is a total of 137 project miles of fiber placed. All new network miles have been completed and the BCI fiber was lit this quarter. |
| New network miles leased | 1 | This 1 mile became leased once the network was lit. |
| Existing network miles upgraded | 15 | These 15 miles became leased once the network was lit. |
| Existing network miles leased | 0 | N/A - No miles were leased prior to the award start date. |
| Number of miles of new fiber (aerial or underground) | 137 | As of the end of the fourth quarter 2012, BCI had placed 137 miles of fiber which includes the Merit joint build portion of the project. |
| Number of new wireless links | 0 | N/A |

| Indicator | Total | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) |
|--|-------|---|
| Number of new towers | 0 | N/A |
| Number of new and/or upgraded interconnection points | 13 | These interconnection points are accounted for now the network is lit. |

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 | 0 |
| 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:
 N/A

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).
 No designations.

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 | None projected |
| | Providers with signed agreements receiving improved access | 0 | None projected |
| | Providers with signed agreements receiving access to dark fiber | 0 | None projected |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | None projected |
| Community Anchor Institutions (including Government institutions) | Total subscribers served | 33 | All project CAIs have been connected by the end of this quarter (Quarter 1 2013). This project will be completed well within the three year grant award window. |
| | Subscribers receiving new access | 29 | All project CAIs have been connected by the end of this quarter (Quarter 1 2013). This project will be completed well within the three year grant award window. |

| Subscriber Type | Access Type | Total | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) |
|--------------------------|---|-------|---|
| | Subscribers receiving improved access | 4 | Equipment was installed this quarter, therefore all project CAIs have been connected by the end of this quarter (Quarter 1 2013). This project will be completed well within the three year grant award window. |
| | Please identify the speed tiers that are available and the number or subscribers for each | 11 | Speed tiers available (11) and subscribers (30): 10 Mbps = 1 20 Mbps = 15 30 Mbps = 0 40 Mbps = 0 50 Mbps = 8 100 Mbps = 6 200 Mbps = 0 300 Mbps = 0 400 Mbps = 0 500 Mbps = 0 1000 Mbps = 0 |
| Residential / Households | Entities passed | 0 | N/A |
| | Total subscribers served | 0 | N/A |
| | Subscribers receiving new access | 0 | N/A |
| | Subscribers receiving improved access | 0 | N/A |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | N/A |
| Businesses | Entities passed | 0 | N/A |
| | Total subscribers served | 0 | N/A |
| | Subscribers receiving new access | 0 | N/A |
| | Subscribers receiving improved access | 0 | N/A |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | N/A |

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

No special offerings provided at this time during the project.

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

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

Not applicable, as no network management practices changed during this quarter.

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 |
|------------------|-------------------------------|--|--|---|
| None | None | None | None | No Community Anchor Institutions connected to the network as a result of BTOP funds this quarter (Quarter 2 of 2013). |

Project Indicators (Next Quarter)

1. Please describe significant project accomplishments planned for completion during the next quarter (600 words or less).
Continuation of significant project progress is expected for next quarter, Quarter 3 of 2013, as the project will be completed. The amended Cyan contract equipment will be received, installed, and tested during the quarter. The DC Power upgrade will take place next quarter and the upgrade of software will be completed to support the new HVAC unit. The driveways will be completed for the two hut locations during the next quarter as well. Contract closeouts will continue to take place. BCI has made large strides in completing the project and has been turning up CAIs onto the new transport equipment. The project will be complete by the end of next quarter.

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 | 100 | The BCI project was initially projected to be completed before Year 3 Quarter 2 (Quarter 4 of 2012), however due to initial delays stated in other quarterly reports as well as the re-bid of construction for budget constraints pushed the overall project timeline back. However, construction is complete and only few items notated above remain for this project. Therefore the project will be 100% completed by the end of next quarter. |
| 2b. | Environmental Assessment | 100 | Completed Year 1 in 4th Quarter, which was Quarter 2 of 2011. |
| 2c. | Network Design | 100 | The network design portion of the project will be complete by the end of next quarter. |
| 2d. | Rights of Way | 100 | Completed Year 3 in 2nd Quarter, which was Quarter 4 of 2012. |
| 2e. | Construction Permits and Other Approvals | 100 | Completed Year 2 in 4th Quarter, which was Quarter 2 of 2012. |
| 2f. | Site Preparation | 100 | Completed Year 3 in 2nd Quarter, which was Quarter 4 of 2012. |
| 2g. | Equipment Procurement | 100 | The equipment procurement will be complete by the end of next quarter. |
| 2h. | Network Build (all components - owned, leased, IRU, etc.) | 100 | The network build will be complete by the end of next quarter. |
| 2i. | Equipment Deployment | 100 | The equipment deployment will be complete by the end of next quarter. |
| 2j. | Network Testing | 100 | The network testing will be complete by the end of next quarter. |
| 2k. | Other (please specify): | 0 | N/A |

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).
We have encountered a delay in shipment of a powerboard that is part of the DC backup upgrade. This equipment is scheduled to ship and be installed prior to the end of July, however, having the equipment inspected and any necessary modifications to the installation may be a challenge. We also anticipate a challenge in having the HVAC system and the new Cyan equipment inspected and any corrections or modifications accomplished prior to the end of July.

