

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 NT10BIX5570146	3. DUNS Number 142605331
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4. Recipient Organization

SHO-ME Technologies, L.L.C. 301 W Jackson St., Marshfield, MO 65706-2128

5. Current Reporting Period End Date (MM/DD/YYYY) 03-31-2013	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 Miles Brusherd	7c. Telephone (area code, number and extension) X
	7d. Email Address Mbrusherd@shometech.com

7b. Signature of Certifying Official Submitted Electronically	7e. Date Report Submitted (MM/DD/YYYY): 04-22-2013
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Project Indicators (This Quarter)

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

a) Special Award Condition (SAC) accomplishments:

[i] Issuance, submittal and approval of American Recovery and Reinvestment Act (ARRA) Prime Recipient Report for 4th Quarter 2012.

[ii] Issuance, submittal and approval of Federal Financial Report (FFR) Standard Form 425 (SF-425) for 4th Quarter 2012.

[iii] Issuance, submittal and approval of Performance Progress Report (PPR) for 4th Quarter 2012.

[iv] Issuance, submittal and approval of Annual Performance Progress Report (APR) for 2012.

b) Overall Project Accomplishments:

[i] Fiber construction continued resulting in an additional 88 miles of fiber during the quarter bringing our new fiber construction total to 491 miles. An additional 49 miles of in-kind fiber was contributed to the BTOP Project, bringing total in-kind miles to 792. The progress in 1st Quarter 2013 brings overall BTOP Project total of underground and aerial fiber to 1,283 miles.

[ii] Completed splicing and testing of fiber on 6 routes between Points of Presence (PoP) locations.

[iii] Sho-Me received approval of an Award Action Request (AAR) in coordination with Sho-Me's Federal Program Officer (FPO) for a route modification to replace 12 original Community Anchor Institutions (CAIs) not yet constructed with 12 new CAIs along the middle-mile routes, change 500 feet of fiber construction method from underground to aerial, and consideration of existing collocations as alternative interconnect points to an adjacent BTOP grant awardee.

[iv] Fiber construction contractor completed the 28-mile build "Springfield to Bolivar" underground fiber route in 1st Qtr 2013.

[v] Fiber construction contractor completed the 29.65-mile build "Marshfield to Preston" underground fiber route in 1st Qtr 2013.

[vi] Secured all known and necessary permits for fiber construction routes within rights of way from federal, state and local agencies.

[vii] Successful Community Outreach is continuing with participation in live interviews on local radio stations. Local newspapers feature articles covering fiber construction and local excitement of fiber availability coming to various communities. Weekly newsletter updates are posted to the "Sho-Me MO" Project website and are distributed via e-mail. Sho-Me assisted the State of Missouri in taping interviews with one of "Sho-Me MO" Project's last-mile providers including testimonies from several of its new rural customers. The video is expected to be posted very soon on MO.gov and MOBroadbandNOW.com websites. Sho-Me attended the Missouri Governor's Conference on Agriculture called "AG Now" which included speakers, panel discussions and seminars regarding current issues and opportunities for agriculture. Sho-Me is following up with Missouri University Extension office regarding opportunities previously discussed at the "AG Now" conference. Sho-Me also met with regional directors of the Missouri State Department of Economic Development - Community Service to discuss the "Sho-Me MO" BTOP Project plus opportunities for the communities near the Project's network.

[viii] Ongoing PI/PD oversight, including compliance oversight, field inspections of construction throughout the project, monthly team update meetings, ongoing Davis-Bacon Act SF-1445 labor standards interviews of construction crews by Sho-Me personnel and conference calls with FPO and BTOP Team. PI/PDs participated in the BTOP webinars covering Audit Findings and Interconnection Among BTOP (Midwest). Sho-Me's marketing director also was a panelist for the Interconnection Among BTOP (Midwest) webinar.

[ix] Completed and submitted the 4th Qtr 2012 project tracking form as requested by the State of Missouri as a MoBroadbandNow Partner Provider in accordance with its broadband initiative.

[x] Began preparing a Request for Bid (RFB) for SMM025, for 15 of Sho-Me MO's remaining CAIs. The RFB will be let, awarded, and started in 2nd Qtr 2013.

[xi] Installation of security equipment continued in 1st Qtr 2013.

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	Below Baseline by 7% due to fiber availability issues, a longer than anticipated EA process, and because many costs have come in lower than anticipated thus far. Sho-Me anticipates it will meet baseline projections by 2nd Qtr 2013.
2b.	Environmental Assessment	97	Below Baseline by 3% due to costs being lower than anticipated. A minimal amount of EA related work is possible in the future, thus the remaining budgeted amount may be expended at a future date.
2c.	Network Design	91	Below baseline by 9% due to less engineering hours being needed than expected.
2d.	Rights of Way	38	Below Baseline by 62% due to lower than anticipated rights of way costs. Sho-Me anticipates this category will remain under budget for the remainder of the project as rights of way costs continue to come in under budget.
2e.	Construction Permits and Other Approvals	80	Below Baseline by 20% due to costs being lower than anticipated. Sho-Me anticipates this category will remain under budget for the remainder of the project as permitting costs continue to come in under budget.
2f.	Site Preparation	100	No variance.
2g.	Equipment Procurement	81	Below Baseline by 19% due to lower than anticipated costs relating to DWDM equipment. Sho-Me anticipates this category will remain under budget for the remainder of the project due to lower than anticipated costs.
2h.	Network Build (all components - owned, leased, IRU, etc)	99	Above Baseline by 2% due to higher than anticipated construction costs.
2i.	Equipment Deployment	100	Above Baseline by 3% due to higher than anticipated innerduct costs.
2j.	Network Testing	0	Below Baseline by 97% because these expenses were moved to another category in Sho-Me's approved 2010 budget revision. Sho-Me will not use this baseline category for remainder of the project.
2k.	Legal, Administrative, Pre-Award Expenses	75	Below Baseline by 25% due to legal and administrative costs being lower than anticipated. Sho-Me anticipates this category will remain under budget for the remainder of the project due to lower than anticipated costs.

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).

In early 2011, the Missouri Department of Transportation (MoDOT) announced closing 135 facilities and downsizing its staff size by 1,200 employees which may become a potential constraint on securing timely rights of way and permitting required for fiber route 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	491	Below baseline of 500 due to unforeseen fiber availability constraints from manufacturers in 2011. However, in the face of this fiber shortage, Sho-Me persisted with continued underground construction. Crews have quickly progressed; resulting in an additional 88 miles of installed fiber during the quarter. Crews remain active; installing fiber into the new

Indicator	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
		conduits to progress towards our baseline. Sho-Me anticipates catching up to baseline by 2nd Quarter 2013.
New network miles leased	0	N/A
Existing network miles upgraded	792	Below baseline of 880 due to unforeseen fiber availability constraints from manufacturers in 2011 which also offsets our ability to splice in-kind segments to pending new fiber builds. Ongoing testing of remaining in-kind fiber continues toward baseline goal of 880 miles. Sho-Me anticipates catching up to baseline by 2nd Quarter 2013.
Existing network miles leased	0	N/A
Number of miles of new fiber (aerial or underground)	491	Below baseline of 500 due to unforeseen fiber availability constraints from manufacturers in 2011. However, in the face of this fiber shortage, Sho-Me persisted with continued underground construction. Crews have quickly progressed; resulting in an additional 88 miles of installed fiber during the quarter. Crews remain active; installing fiber into the new conduits to progress towards our baseline. Sho-Me anticipates catching up to baseline by 2nd Quarter 2013.
Number of new wireless links	0	N/A
Number of new towers	0	N/A
Number of new and/or upgraded interconnection points	31	Below baseline of 33 due to unforeseen fiber availability constraint from manufacturers in 2011. Sho-Me anticipates catching up to baseline by 2nd Quarter 2013.

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	7
Number of agreements currently being negotiated with broadband wholesalers or last mile providers	40
Average term of signed agreements (in quarters)	12

5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers: Missouri State Office of Administration, Missouri Research and Education Network, Missouri Office of State Courts Administrator, Jefferson City Medical Group, Missouri Wi-Fi, Mid-Missouri Broadband, Central Missouri Computer Services.

Sho-Me has multiple agreements with many of the aforementioned providers. Negotiations with other additional providers are in process with no final determination at this time, however, commitments are likely nearer to the project completion date.

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:

Sho-Me MO project offers Dedicated Internet Access, Time Division Multiplexing (TDM) circuits available at line rates from T-1 to OC-48, native Ethernet products from 5 Mb/s to GigE, Optical Wave Services available in 2.5 Gb/s and 10 Gb/s line rates for express routes between Points of Presence.

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).

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	5	Above plan due to more providers receiving new access than anticipated. Negotiations with other additional providers are in process with no final determination at this time, however, commitments are likely nearer to the project completion date.
	Providers with signed agreements receiving improved access	2	Below plan due to more providers receiving new access than anticipated. Negotiations with other additional providers are in process with no final determination at this time, however, commitments are likely nearer to the project completion date.
	Providers with signed agreements receiving access to dark fiber	0	No variance.
	Please identify the speed tiers that are available and the number of subscribers for each	7	5 Mbps (0); 10 Mbps (1); 20 Mbps (1); 40Mbps (1); 45Mbps (1); 50 Mbps (1); 100 Mbps (2); 200 Mbps (0); 500 Mbps (0); GigE (0); DS1 (0); DS3 (0); OC-3 (0); OC-12 (0); OC-48 (0); 2.5 Gbps (0); 10 Gbps (0)
Community Anchor Institutions (including Government institutions)	Total subscribers served	76	Below baseline by 24 due to unforeseen fiber availability constraints from manufacturers in 2011, however Sho-Me has received all fiber ordered for the project. CAI installations are underway to catch up toward baseline by 2nd Quarter 2013.
	Subscribers receiving new access	45	Above plan as more CAIs will actually be in the new vs. improved category and due to delay in the fiber, however, Sho-Me has received all fiber ordered for the project. CAI installations are underway to catch up to baseline by 2nd Quarter 2013.
	Subscribers receiving improved access	31	Below plan as more CAIs will actually be in the new vs. improved category and due to delay in fiber, however, Sho-Me has received all fiber ordered for the project. CAI installations are underway to catch up to baseline by 2nd Quarter 2013.
	Please identify the speed tiers that are available and the number of subscribers for each	7	5 Mbps (0); 10 Mbps (1); 20 Mbps (2); 50 Mbps (0); 100 Mbps (4); 200 Mbps (0); 500 Mbps (0); GigE (0); DS1 (0); DS3 (0); OC-3 (0); OC-12 (0); OC-48 (0); 2.5 Gbps (0); 10 Gbps (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).
None at this time.

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
Gasconade County Courthouse	Hermann	Other Gov't Facility	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Gasconade County R-I School District	Hermann	School (K-12)	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Gasconade County Sheriff's Office	Hermann	Public Safety	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Hermann Area District Hospital	Hermann	Medical or Healthcare	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Hermann Police Department	Hermann	Public Safety	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
JCMG Family Health Clinic	California	Medical or Healthcare	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
JCMG Family Care Clinic	Linn	Medical or Healthcare	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Linn Police Department	Linn	Public Safety	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Linn State Technical College	Linn	Community College	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Osage County Courthouse	Linn	Other Gov't Facility	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Osage County R-II School District	Linn	School (K-12)	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
New Haven School District	New Haven	School (K-12)	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Bolivar City Hall	Bolivar	Other Gov't Facility	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Dallas County Courthouse	Bolivar	Other Gov't Facility	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.
Polk County 911	Bolivar	Public Safety	Yes	This institution is connected to BTOP funded infrastructure for improved broadband service.

Project Indicators (Next Quarter)

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

Rights of Way: Expected to be secured as necessary for ongoing construction.

Construction Permits and Other Approvals: Expected to be secured as necessary for ongoing construction.

Equipment Procurement: Vendor/RFP/procurement activities will continue for next construction phase.

Network Build: Expect to continue installation of DWDM and Ethernet into PoP site shelters, as well as test, splice, light, and contribute additional miles of in-kind fiber to the project. Receiving and paying for construction invoices of Phase 4 through Q4 2013.

Equipment Deployment: Expect to connect the next wave of new CAIs after construction of fiber laterals. Continue negotiation of additional Interconnection Agreements.

Community Outreach: Campaign efforts continue with local media and will include participation with initiative partners for coordination of planned broadband development, accessibility and sustainability. Sho-Me will be attending the “MoBroadbandNow” Broadband Telemedicine Summit in St. Louis on May 20, 2013 which features interactive panel discussions on healthcare needs, rural issues, policy updates, and electronic health information systems. Sho-Me is seeking participation with the Wireless Internet Service Providers Association (WISPA) regional meetings. WISPA promotes the development, advancement and unification of the wireless Internet service provider industry. WISPA has over 600 members consisting of wireless Internet service providers, municipal wireless Internet providers, electric and telephone cooperative wireless Internet providers, equipment manufacturers, service vendors and other interested parties.

Sho-Me's planned project accomplishments through Q2 2013:

- New network miles deployed next quarter- 9 miles: bringing total new network miles to 500.
- New network miles leased next quarter - 0 miles (not planned).
- In-kind network miles upgraded - 88 miles: bringing total in-kind network miles to 880.
- Total CAI subscribers connected next quarter - 26 CAIs: bringing total CAIs to 102 CAIs.
- No additional signed agreements with broadband wholesalers or last mile providers are anticipated for next quarter. Total is expected to remain at 7 agreements.

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	No variance.
2b.	Environmental Assessment	97	Below Baseline by 3% due to costs being lower than anticipated. A minimal amount of EA related work is possible in the future, thus the remaining budgeted amount may be expended at a future date.
2c.	Network Design	94	Below baseline by 6% due to less engineering hours being needed than expected.
2d.	Rights of Way	38	Below Baseline by 62% due to lower than anticipated rights of way costs. Sho-Me anticipates this category will remain under budget for the remainder of the project as rights of way costs continue to come in under budget.
2e.	Construction Permits and Other Approvals	80	Below Baseline by 20% due to costs being lower than anticipated. Sho-Me anticipates this category will remain under budget for the remainder of the project as permitting costs continue to come in under budget.
2f.	Site Preparation	100	No variance.
2g.	Equipment Procurement	91	Below Baseline by 9% due to lower than anticipated costs relating to DWDM equipment. Sho-Me anticipates this category will remain under budget for the remainder of the project due to lower than anticipated costs.
2h.	Network Build (all components - owned, leased, IRU, etc.)	100	No variance.
2i.	Equipment Deployment	100	No variance.
2j.	Network Testing	0	Below Baseline by 100% because these expenses were moved to another category in Sho-Me's approved 2010 budget revision. Sho-Me will not use this baseline category for remainder of the project.
2k.	Other (please specify): Legal, Administrative, Pre-Award Expenses	78	Below Baseline by 22% due to legal and administrative costs being lower than anticipated. Sho-Me anticipates this category will remain under budget for the remainder of the project due to lower than anticipated costs.

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).

In early 2011, the Missouri Department of Transportation (MoDOT) announced closing 135 facilities and downsizing its staff size by 1,200 employees which may become a potential constraint on securing timely rights of way and permitting required for fiber route construction. In previous quarters fiber availability was a concern. However, Sho-Me not longer believes fiber availability poses a threat to Sho-Me's project success.

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	\$583,281	\$0	\$583,281	\$440,153	\$67,835	\$372,318	\$454,976	\$67,835	\$387,141
b. Land, structures, right-of-ways, appraisals, etc.	\$572,400	\$0	\$572,400	\$218,026	\$56,276	\$161,750	\$218,026	\$56,276	\$161,750
c. Relocation expenses and payments	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
d. Architectural and engineering fees	\$1,190,000	\$0	\$1,190,000	\$1,084,857	\$191,667	\$893,190	\$1,114,857	\$191,667	\$923,190
e. Other architectural and engineering fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
f. Project inspection fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
g. Site work	\$295,000	\$150,000	\$145,000	\$811,376	\$120,359	\$691,017	\$811,376	\$120,359	\$691,017
h. Demolition and removal	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
i. Construction	\$24,114,319	\$8,800,000	\$15,314,319	\$22,414,740	\$8,924,752	\$13,489,988	\$24,696,051	\$9,804,752	\$14,891,299
j. Equipment	\$11,245,000	\$2,450,000	\$8,795,000	\$10,035,848	\$1,159,111	\$8,876,737	\$10,704,714	\$1,159,111	\$9,545,603
k. Miscellaneous	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
l. SUBTOTAL (add a through k)	\$38,000,000	\$11,400,000	\$26,600,000	\$35,005,000	\$10,520,000	\$24,485,000	\$38,000,000	\$11,400,000	\$26,600,000
m. Contingencies	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
n. TOTALS (sum of l and m)	\$38,000,000	\$11,400,000	\$26,600,000	\$35,005,000	\$10,520,000	\$24,485,000	\$38,000,000	\$11,400,000	\$26,600,000

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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