ACCEPTANCE

January 26, 2010

Auditor of the City of Portland City Hall Room 140 1221 SW 4th Avenue Portland, Oregon 97204

This is to advise the City of Portland, Oregon that tw telecom of Oregon llc hereby accepts the terms and provisions of Ordinance No. 183473, passed by the Portland City Council on January 20, 2010, Extend term of a franchise granted to Time Warner Telecom of Oregon LLC to build and operate telecommunication facilities within City streets (Ordinance; amend Ordinance No. 171566), and in consideration of the benefits received thereunder by the corporation, tw telecom of Oregon llc, hereby agrees to abide by and perform each and all of the terms and provisions thereof.

(Signature - Title)*

Ms. Tina Davis,

Senior Vice President and Deputy General Counsel

10475 Park Meadows Dr.

Littleton, CO 80124

Email: tina.davis@twtelecom.com

Phone: 303-566-1279

With a copy to:

Mr. Lyndall Nipps Vice President, Regulatory Time Warner Telecom 845 Camino Sur

Palm Springs, CA 92262

Email: Lyndall.Nipps@twtelecom.com

Phone: 760-832-6275

Approved as to form:

City Attorney CITY ATTORNEY

^{*}When an acceptance is signed by an officer of a firm or corporation, his or her official title must be stated.