

APPLICATION FOR A CABLE TELEVISION FRANCHISE
BY VERIZON NEW YORK INC.

Verizon New York Inc. (“Verizon NY”) respectfully submits this application form (“Application”) and requests the award of a cable television franchise from the Town of Bedford, NY (“Municipality”). In this application, Verizon NY answers the questions set forth in Title 16, Chapter VIII, Part 894, Section 894.5, of the Official Compilation of Codes, Rules and Regulations of the State of New York, as amended.

- (1) A description of the cable television system proposed to be constructed including information regarding (a) channel capacity, including both the total capability of the proposed system and the number of channels to be energized immediately; (b) television and radio broadcast signals which Verizon NY intends to carry on its system initially; (c) the extent and type of any origination cable casting to be undertaken, and the facilities, equipment and staff to be employed therein; and (d) the system layout or design, including where applicable: (i) location of antennae and headends; (ii) plans for a two-way capability including a proposed schedule indication when two-way capability will become available from particular points; (iii) location or origination points and origination facilities; (iv) extent and type of automated services to be provided; and (v) number of channels to be utilized for access cablecasting and the facilities, equipment, staff and other support to be available to access users including access utilization or production costs.

In response to the information requested in subsections 1(a) and (d)(i-ii), please see attached Exhibit 1, “Proposed Service Overview, Product Offers and Architecture.” In response to question 1(b), please see the sample channel line up set forth in Exhibit 2, “Verizon FiOS TV – New York Area Channel Lineup.”

In response to the information requested in subsection 1(c) and 1(d)(iii), Verizon intends to launch origination cablecasting in at least some downstate municipalities some time in 2009.

In response to the information sought in subsection 1(d)(v), upon request of the Municipality, Verizon NY intends to provide capacity on its basic service tier for up to one (1) dedicated Public Access Channel, one (1) dedicated Educational Access Channel, and up to one (1) dedicated Government Access Channel.

- (2) The terms and conditions under which service is to be provided to educational and governmental entities.

Verizon NY will provide channel capacity to educational and governmental entities under terms and conditions consistent with applicable law, and as may be required by the Municipality.

- (3) The terms concerning rates and construction schedules.

Verizon NY's cable television service rates and available packages are attached as Exhibit 3.

Verizon NY has completed the construction of its fiber to the premises ("FTTP") network to approximately 70% of the households in the Municipality. A full discussion of the construction requirements and central office conversion requirements to bring FTTP and cable television service to the Municipality is contained in Exhibit 1.

On June 15, 2005, the New York Public Service Commission ("NY PSC") "declared that Verizon NY's FTTP upgrade is authorized under its existing state telephone rights because the upgrade furthers the deployment of telecommunications and broadband services, and is consistent with state and federal law and in the public interest." The NY PSC determined that, unlike a company seeking to build an unfranchised cable television system, Verizon NY already has the necessary authority to use the rights-of-way to provide telecommunications service over its existing network. See Declaratory Ruling on Verizon Communication, Inc.'s Built-Out of its Fiber to the Premises Network, NY Public Service Commission, Case 05-M-0520/05-M-0247, June 15, 2005 at 4.

Verizon NY will continue to adhere to applicable lawful customary time, place and manner permitting requirements of the Municipality.

- (4) An indication of whether Verizon NY will provide service on the same terms and conditions as contained in the existing franchise in effect.

Verizon NY will provide service on terms and conditions consistent with the needs and interests of the Municipality and the level playing field requirement set forth in Title 16, Chapter VIII, Part 895, Section 895.3, of the Official Compilation of Codes, Rules and Regulations of the State of New York, as amended, in that the Verizon NY proposed franchise is comparable in its totality with the incumbent cable television provider's agreement. Verizon NY is applying for a cable television franchise in the Municipality in order to provide the residents of the Municipality with competitive choice.

As more fully described in Exhibit 1, Verizon NY is constructing its FTTP network pursuant to its authority as a common carrier under Title II of the Communications Act of 1934, as amended, and Section 27 of the New York Transportation Corporations Law. For this reason and others, certain terms and conditions may differ between the incumbent cable provider's franchise and Verizon NY's franchise.

- (5) A statement of Verizon NY's experience in the cable television field including, if applicable, the names and professional experience of the persons or organizations who will be responsible for the construction, installation and operation of the proposed system.

Verizon NY and its predecessor entities have provided telecommunications services in the State of New York for over one hundred years. Consequently, Verizon NY has extensive experience and expertise in the telecommunications field. Generally, the current cable service operation of Verizon NY is similarly based on an extensive history. Specifically, Verizon NY has applied the comprehensive knowledge of current Verizon NY employees in the provision of telecommunications service, including in-depth knowledge and experience of employees who were involved in affiliated enterprises.

Verizon NY was awarded cable television franchise by the following municipalities: (1) Village of Massapequa Park (Nassau County); (2) Village of Nyack (Rockland County); (3) Village of South Nyack (Rockland County); (4) Village of Upper Nyack (Rockland County); (5) Town of Hempstead (Nassau County); (6) Village of Cedarhurst (Nassau County); (7) Town of Oyster Bay (Nassau County); (8) Village of Laurel Hollow (Nassau County); (9) Village of Grand View-on-Hudson (Rockland County); (10) Village of Lynbrook (Nassau County); (11) Town of Clarkstown (Rockland County); (12) Village of Mineola (Nassau County); (13) Village of East Rockaway (Nassau County); (14) Town of Greenburgh (Westchester County); (15) Town of Smithtown (Suffolk County); (16) Village of Irvington (Westchester County); (17) Village of Valley Stream (Nassau County); (18) Town of Huntington (Suffolk County); (19) Village of Farmingdale (Nassau County); (20) Village of Ardsley (Westchester County); (21) Village of Freeport (Nassau County); (22) Village of Dobbs Ferry (Westchester County); (23) Village of Tarrytown (Westchester County); (24) Town of Eastchester (Westchester County); (25) Town of Mount Kisco (Westchester County); (26) Village of Elmsford (Westchester County); (27) Village of Port Chester (Westchester County); (28) Village of Tuckahoe (Westchester County); (29) Town of Orangetown (Rockland County); (30) Village of Piermont (Rockland County); (31) City of White Plains (Westchester County); (32) Village of Airmont (Rockland County); (33) Village of Williston Park (Nassau County); (34) Town of North Hempstead (Nassau County); (35) Village of Rye Brook (Westchester County); (36) Town of Haverstraw (Rockland County); (37) Village of New Hyde Park (Nassau County); (38) Village of West Haverstraw (Rockland County); (39) Town of North Castle (Westchester County); (40) Village of Chestnut Ridge (Rockland County); (41) Village of Bayville (Nassau County); (42) Village of Sands Point (Nassau County); (43) Town of Mount Pleasant (Westchester County); (44) Village of Old Field (Suffolk County); (45) City of Mount Vernon (Westchester County); (46) Village of Spring Valley (Rockland County); (47) Village of Suffern (Rockland County); (48) Village of Scarsdale (Westchester County); (49) Village of Bronxville (Westchester County); (50) Village of Yonkers (Westchester County); (51) Village of Floral Park (Nassau County); (52) Town of Islip (Suffolk County); (53) Village of South Floral Park (Nassau County);

(54) City of New Rochelle (Westchester County); (55) Town of Cortlandt (Westchester County); (56) Village of Haverstraw (Rockland County); (57) Village of Garden City (Nassau County); (58) Village of Nissequogue (Suffolk County); (59) Village of Poquott (Suffolk County); (60) City of Peekskill (Westchester County); (61) Village of East Williston (Nassau County); (62) Village of Head of the Harbor (Suffolk County); (63) Village of Hillburn (Rockland County); (64) Village of Mill Neck (Nassau County); (65) Village of Buchanan (Westchester County); (66) Town of Newburgh (Orange County); (67) Village of Stewart Manor (Nassau County); (68) Town of Mamaroneck (Westchester County); (69) City of Rye (Westchester County); (70) Village of Centre Island (Nassau County); (71) Village of Malverne (Nassau County); (72) Village of Mamaroneck (Westchester County); (73) Village of Larchmont (Westchester County); (74) Village of Pelham Manor (Westchester County); (75) Village of the Branch (Suffolk County); (76) Village of Huntington Bay (Suffolk County); (77) Town of Ossining (Westchester County); (78) Village of Oyster Bay Cove (Nassau County); (79) Village of Sleepy Hollow (Westchester County); (80) Village of Briarcliff Manor (Westchester County); (81) Village of Ossining (Westchester County); (82) Town of Ramapo (Rockland County); (83) Village of Bellerose (Nassau County); (84) Village of Kensington (Nassau County); (85) Village of Lake Success (Nassau County); (86) Village of Munsey Park (Nassau County); (87) Village of North Hills (Nassau County); (88) Village of Plandome (Nassau County); (89) Village of Saddle Rock (Nassau County); (90) Village of Thomaston (Nassau County); (91) Village of Russell Gardens (Nassau County); (92) Village of Plandome Heights (Nassau County); (93) Village of Flower Hill (Nassau County); (94) Village of Kings Point (Nassau County); (95) Village of Great Neck Plaza (Nassau County); (96) Village of Great Neck Estates (Nassau County); (97) Village of Plandome Manor (Nassau County); (98) Village of Great Neck (Nassau County); (99) Village of East Hills (Nassau County); (100) Village of Lloyd Harbor (Suffolk County); (101) Village of Roslyn Harbor (Nassau County); (102) Town of Wappinger (Dutchess County); (103) Village of Hamburg (Erie County); (104) Village of Roslyn Estates (Nassau County); (105) Town of Stony Point (Rockland County); (106) Village of Wappingers Falls (Dutchess County); (107) Village of Orchard Park (Erie County); (108) Town of Orchard Park (Erie County); (109) Town of New Castle (Westchester County); (110) Village of Wesley Hills (Rockland County); (111) Village of Baxter Estates (Nassau County); (112) Town of Tonawanda (Erie County); (113) Town of West Seneca (Erie County); (114) Village of Blasdell (Erie County); (115) Village of Montebello (Rockland County); (116) Village of Roslyn (Nassau County); (117) City of New York (Counties of Bronx, Kings, New York, Queens and Richmond); (118) Village of Manor Haven (Nassau County); (119) Town of Babylon (Suffolk County); (120) Town of Hamburg (Erie County); (121) Village of Lawrence (Nassau County); (122) Town of Amherst (Erie County); (123) Village of Northport (Suffolk County); (124) Village of Rockville Centre (Nassau County); (125) Town of Kent (Putnam County); (126) Village of Amityville (Suffolk County); (127) City of Newburgh (Orange County); (128) Village of Fishkill (Dutchess County); (129) Village of New Hempstead (Rockland County); (130) Village of Kenmore (Erie County); (131) Village of Hempstead (Nassau County); (132) Village of Lake Grove (Suffolk County); (133) Village of

Port Washington North (Nassau County); (134) Village of Brightwaters (Suffolk County); (135) Village of Cove Neck (Nassau County); (136) Village of Pomona (Rockland County); (137) Village of Hewlett Bay Park (Nassau County); (138) Village of Lindenhurst (Suffolk County); (139) Town of Yorktown (Westchester County); (140) Town of Fishkill (Dutchess County); (141) City of Poughkeepsie (Dutchess County); (142) City of Lackawanna (Erie County); (143) Village of Atlantic Beach (Nassau County); (144) Town of Carmel (Putnam County); (145) Village of Hewlett Harbor (Nassau County); (146) Town of Poughkeepsie (Dutchess County); (147) City of Long Beach (Nassau County); (148) Village of Westbury (Nassau County); (149) Town of Clay (Onondaga County); (150) Village of Asharoken (Suffolk County); (151) Town of Cornwall (Orange County); (152) Village of Sea Cliff (Nassau County); (153) Village of East Syracuse (Onondaga County); (154) Town of Cicero (Onondaga County); (155) Village of N. Syracuse (Onondaga County); (156) Town of Fleming (Cayuga County); (157) Town of Salina (Onondaga County); (158) Town of DeWitt (Onondaga County); (159) Village of Cornwall-on-Hudson (Orange County); (160) Village of Skaneateles (Onondaga County); (161) Town of Camillus (Onondaga County); (162) Town of Skaneateles (Onondaga County); (163) Town of Pound Ridge (Westchester County); (164) Village of Fayetteville (Onondaga County); (165) Town of Sennett (Cayuga County); (166) Town of Owasco (Cayuga County); (167) Village of Solvay (Onondaga County); and (168) Town of Geddes (Onondaga County).

The NY PSC granted the following Orders and Certificates of Confirmation for Verizon NY's approved franchises: (1) Massapequa Park - December 14, 2005; (2) Nyack - February 8, 2006; (3) South Nyack - February 8, 2006; (4) Upper Nyack - May 18, 2006; (5) Hempstead - May 18, 2006; (6) Cedarhurst - June 22, 2006; (7) Oyster Bay - June 23, 2006; (8) Laurel Hollow - August 24, 2006; (9) Grand View-on-Hudson - August 24, 2006; (10) Lynbrook - September 21, 2006; (11) Clarkstown - September 21, 2006; (12) Mineola - September 21, 2006; (13) East Rockaway - October 19, 2006; (14) Greenburgh - October 19, 2006; (15) Smithtown - November 10, 2006; (16) Irvington - November 10, 2006; (17) Valley Stream - November 10, 2006; (18) Huntington - November 10, 2006; (19) Farmingdale - November 10, 2006; (20) Ardsley - December 15, 2006; (21) Dobbs Ferry - December 15, 2006; (22) Freeport - December 15, 2006; (23) Tarrytown - December 15, 2006; (24) Eastchester - January 19, 2007; (25) Mount Kisco - January 19, 2007; (26) Elmsford - February 16, 2007; (27) Port Chester - March 23, 2007; (28) Tuckahoe - March 23, 2007; (29) Orangetown - April 20, 2007; (30) Piermont - April 20, 2007; (31) White Plains - May 17, 2007; (32) Airmont - May 17, 2007; (33) Williston Park - May 17, 2007; (34) Rye Brook - May 17, 2007; (35) North Hempstead - June 22, 2007; (36) West Haverstraw - June 22, 2007; (37) Haverstraw - June 22, 2007; (38) New Hyde Park - June 22, 2007; (39) North Castle - June 22, 2007; (40) Bayville - June 22, 2007; (41) Chestnut Ridge - June 22, 2007; (42) Sands Point - June 22, 2007; (43) Mount Pleasant - July 19, 2007; (44) Mount Vernon - July 19, 2007; (45) Old Field - July 19, 2007; (46) Spring Valley - July 19, 2007; (47) Bronxville - August 22, 2007; (48) Floral Park - August 22, 2007; (49) Scarsdale - August 22, 2007; (50) Islip - August 22, 2007; (51) South Floral Park - August 22,

2007; (52) Yonkers – August 22, 2007; (53) New Rochelle – September 21, 2007; (54) Haverstraw – September 21, 2007; (55) Cortlandt – September 21, 2007; (56) Nissequogue – September 21, 2007; (57) Poquott – September 21, 2007; (58) Garden City – September 21, 2007; (59) Suffern – September 21, 2007; (60) Head of the Harbor – October 18, 2007; (61) Peekskill – October 18, 2007; and (62) Hillburn – October 18, 2007; (63) Mill Neck – November 8, 2007; (64) Buchanan – November 8, 2007; (65) Newburgh (Town) – December 13, 2007; (66) Stewart Manor – December 13, 2007; (67) Rye – December 13, 2007; (68) Malverne – December 13, 2007; (69) Larchmont – December 13, 2007; (70) Pelham Manor – December 13, 2007; (71) East Williston – December 14, 2007; (72) Mamaroneck (Town) – December 14, 2007; (73) Mamaroneck (Village) – December 14, 2007; (74) Centre Island – December 14, 2007; (75) Village of the Branch – December 14, 2007; (76) Huntington Bay – January 18, 2008; (77) Ossining (Town) – January 18, 2008; (78) Oyster Bay Cove – January 18, 2008; (79) Sleepy Hollow – January 18, 2008; (80) Briarcliff Manor – January 18, 2008; (81) Ossining (Village) – January 18, 2008; (82) Bellerose – February 14, 2008; (83) Ramapo – February 14, 2008; (84) Kensington - March 19, 2008; (85) Russell Gardens - March 19, 2008; (86) Plandome Heights - March 19, 2008; (87) Great Neck Plaza - March 19, 2008; (88) Great Neck Estates - March 19, 2008; (89) Great Neck - March 19, 2008; (90) Flower Hill - March 20, 2008; (91) Kings Point - March 20, 2008; (92) Munsey Park - March 20, 2008; (93) Plandome Manor - March 20, 2008; (94) Saddle Rock - March 20, 2008; (95) Thomaston – March 21, 2008; (96) East Hills – March 21, 2008; (97) Lake Success – March 21, 2008; (98) Lloyd Harbor – March 21, 2008; (99) North Hills – March 21, 2008; (100) Plandome – March 21, 2008; (101) Wappinger – April 25, 2008; (102) Roslyn Harbor – April 25, 2008; (103) Hamburg (Village) – April 25, 2008; (104) Roslyn Estates – May 22, 2008; (105) Stony Point – May 22, 2008; (106) Wappingers Falls – May 22, 2008; (107) Orchard Park (Town) – May 22, 2008; (108) Orchard Park (Village) – May 22, 2008; (109) Wesley Hills – June 20, 2008; (110) New Castle – June 20, 2008; (111) Baxter Estates – June 20, 2008; (112) West Seneca – June 20, 2008; (113) Tonawanda (Town) – June 20, 2008; (114) Montebello – June 20, 2008; (115) Blasdell – June 20, 2008; (116) Babylon – June 20, 2008; (117) Roslyn Village - July 18, 2008; (118) Manor Haven - July 18, 2008; (119) Town of Hamburg - July 18, 2008; (120) Lawrence - July 18, 2008; (121) Town of Amherst - July 18, 2008; (122) Northport - July 18, 2008; (123) Rockville Center - July 18, 2008; (124) New York City (New York, Bronx, Queens, Kings and Richmond Counties) - July 18, 2008; (125) Kent – October 24, 2008; (126) Amityville – October 24, 2008; (127) City of Newburgh – October 24, 2008; (128) Village of Fishkill – October 24, 2008; (129) Village of Hempstead – October 24, 2008; (130) Lake Grove – October 24, 2008; (131) Village of New Hempstead – November 13, 2008; (132) Lindenhurst – November 13, 2008; (133) Yorktown – November 13, 2008; (134) Hewlett Bay Park – November 13, 2008; (135) Cove Neck – November 13, 2008; (136) Pomona – November 14, 2008; (137) Brightwaters – November 14, 2008; (138) Port Washington North – November 14, 2008; (139) Village of Kenmore – November 14, 2008; (140) Town of Fishkill – December 15, 2008; (141) City of Poughkeepsie – December 15, 2008; (142) City of Lackawanna – December 15, 2008; (143) Village of Atlantic Beach – January 16,

2009; (144) Town of Carmel – January 16, 2009; (145) Village of Hewlett Harbor – January 16, 2009; (146) Town of Poughkeepsie – March 13, 2009; (147) City of Long Beach – March 13, 2009; (148) Village of Westbury – April 23, 2009; (149) Village of Asharoken – June 18, 2009; (150) Town of Clay – June 18, 2009, (151) Village of Sea Cliff – July 17, 2009, (152) Village of East Syracuse – July 17, 2009, (153) Village of North Syracuse – July 17, 2009, (154) Town of Fleming – August 21, 2009, (155) Town of Camillus – September 18, 2009, (156) Town of Cicero – September 18, 2009, (157) Town of Cornwall - September 18, 2009, (158) Village of Cornwall-on-Hudson – September 18, 2009, (159) Town of DeWitt – September 18, 2009, (160) Town of Salina – September 18, 2009, (161) Village of Skaneateles – September 18, 2009, (162) Town of Skaneateles – October 16, 2009, (163) Town of Pound Ridge – October 16, 2009, (164) Village of Fayetteville – October 16, 2009, and (165) Town of Sennett – October 16, 2009.

Furthermore, other subsidiaries of Verizon Communications Inc. were awarded cable television franchises by 1,202 franchising authorities in California, Delaware, Florida, Maryland, Massachusetts, New Jersey, Pennsylvania, Texas, Indiana, Oregon, Rhode Island, and Virginia.

- (6) A statement indicating whether Verizon NY or any of its principals owns or operates any other cable television system, directly or indirectly, and a statement indicating the name of any such operations and the name and address of the chief executive officer of the franchising authority in which such system or station is located.

Verizon NY does not own or operate any other cable television system, directly or indirectly.

- (7) A documented plan for financing the proposed system, which plan shall indicate specifically every significant anticipated source of capital and any and all limitations or conditions with respect to the availability of the indicated sources of capital.

Verizon NY intends to finance the construction of the FTTP system and the provision of cable services over the FTTP system through a variety of internally and externally generated funds. Verizon NY is a financially stable company which has provided telecommunications services in New York State for more than a century. Its parent company, Verizon Communications Inc., is a Fortune 20 company, a Dow 30 Industrials company, and had 2008 revenues of \$97.4 billion. A copy of The 2008 Form 10-K of Verizon Communications Inc. can be accessed via the following internet address:

http://investor.verizon.com/sec/sec_frame.aspx?FilingID=6435582

A copy of the Verizon Communications Inc. 2008 Annual Report to Shareholders can be accessed via the following internet address:

http://investor.verizon.com/financial/quarterly/pdf/08_annual_report.pdf

- (8) A statement indicating whether Verizon NY or any of its officers, directors and persons having a legal or equitable interest in 10% or more of the voting stock: (a) has ever been convicted of a crime involving moral turpitude (including criminal fraud) or is presently under indictment charging such a crime; (b) has ever been held liable by any court of competent jurisdiction in any civil action based on fraud, deceit or misrepresentation; or (c) has ever been punished or censured in any jurisdiction for any violation or attempted violation of any law, rule or order relating to cable television operations.

Verizon NY has no knowledge of any such finding of guilt toward Verizon NY, any person controlling Verizon NY, or any officer, director or major stockholder of Verizon NY.

PROPOSED SERVICE OVERVIEW, PRODUCT OFFERS AND ARCHITECTURE

- Overview of Fiber to the Premises (FTTP) Deployment
- Service Overview
 - Product Offer
 - Service Delivery/Connection Method
- FTTP System Architecture
 - End-to-End Architecture
 - Wide Area Transport

Overview of Fiber To The Premises (FTTP) Deployment

Fiber to the Premises (FTTP) is a key Verizon corporate initiative to provide voice, cable television and very high speed data services. FTTP uses fiber-optic cable and optical electronics to directly link homes and many businesses to the Verizon network. The fiber network being deployed can support cable television and, where appropriate, Verizon will seek to provide cable service to customers. Key objectives include, but are not limited to, the delivery of higher customer satisfaction, superior performance (network, applications & technical support), and an installation process that surpasses the Cable, DBS and DSL experience today.

- Verizon Communications companies began deploying FTTP in twelve states in 2004. As of the end of the first quarter 2009, Verizon had 2.2 million FiOS TV customers.
- Cable television services deployment will be a subset that is ancillary to the voice and data FTTP services. Select FTTP-enabled wire centers will be deployed for cable service in the first instance.

Service Overview

The FTTP Network will enable provision of a feature rich and fully competitive cable television offering. The major components of the cable television services which Verizon will offer to consumers will include:

- Basic tier, including local and Public, Educational and Government (PEG) channels as requested by and as negotiated with the community
- Expanded Service tiers
- Premium channel tiers
- Pay Per View (PPV)
- HDTV channels
- Digital music channels

- Digital Video Recorder (DVR)
- Interactive programming guide (IPG)
- Inside coax cable wire installation

Product Offers

For residential customers, Verizon will initially offer Broadcast Television, High Definition TV (HDTV), Digital Video Recorders (DVR), Interactive Programming Guide (IPG) and Pay Per View (PPV) Movies and Events. The Broadcast Television offering will consist of both a Basic Service tier and an Expanded Service tier. The Basic Service tier will include local, public and educational/government (PEG) channels and select cable channels. The Expanded Service tier will include all channels carried on the Basic Service tier as well as additional cable channels, premium cable channels, Spanish language channels, international channels, digital music channels, an interactive program guide (IPG), HDTV programming (for subscribers with an HD STB) and PPV programming. Customers will be charged a monthly recurring fee for each set top box (STB) based upon model. The customer will be offered the option to upgrade STBs to include support for HDTV, or a combined HD DVR STB for additional monthly fees.

In addition to organizing and informing the customer of the programming line-up, the system is designed from its outset to be an active two-way system for subscriber interaction, if any, required for the selection or use of cable service. The IPG will support on-screen program control, parental controls, timers, search, and ordering of PPV services. Pay Per View allows subscribers to pay for and watch prescheduled programming events on an on-demand basis. PPV movies or events will be selected from the IPG. Authorization for billing will occur at the time of purchase. Events begin at pre-scheduled intervals (i.e., programming is not immediately available). Customers will purchase PPV either as discrete events or in pre-defined packages.

Service Delivery/Connection Method

Connection Method

At initial deployment, an installation and maintenance (I&M) technician will connect the Optical Network Terminal (ONT) to a central point of demarcation where a cable television I&M technician will make final connections to provide the cable television service. After the installation of the ONT, a cable television field technician will test the existing in-home coaxial cable to determine if it is technically acceptable and will connect the service. If no coaxial cable exists or the coaxial cable is unacceptable, the technician will install wiring to the first cable outlet, and will install new coaxial wiring to other locations identified by the customer **at** the customer's request and expense. The customer may choose to self-install such wiring, or to obtain inside wiring installation service from a third party or Verizon.

Connection Method – Set Top Box

The technician will have a set top box that will need to be installed near the TV. The technician will connect a coaxial cable from the wall outlet to the set top and another coaxial cable from the set top box to the TV. The technician will also connect the customer's VCR and/or DVD device and check for proper operation. A fee may be charged for non-standard installations involving

multiple components such as surround sound systems or other electronic equipment. This process will be followed for any boxes installed.

When a set top box is installed the technician will call the service center at which point certain services previously ordered by the customer will be activated. A remote command will be issued to the set top box in real time to turn the purchased service(s) on.

Connection Method: - PPV

The set top box provides access to the service. Customers will use their remote control to purchase the programming they desire. Purchases will appear on the monthly bill.

Equipment Changes and Re-Configurations

When a customer changes the in-home configuration (e.g., moving a set top box from one TV to another), the customer will be able to accomplish this change without reconfiguring the set top box.

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Technical Information

FTTP System Architecture

End-to-End Architecture

Figure 1 shows the architecture topology for supporting service across multiple market areas. A brief summary of the end-to-end architecture follows. Subsequent sections provide more information on each major component within the planned Verizon FTTP overlay architecture.

Figure 2 shows full build and overlay architecture. FTTP will be built instead of copper facilities in new communities. In existing communities, the existing copper network will continue to serve those customers who have not migrated to the FTTP network. The fiber is deployed from a Central Office location within a wire center area.

Figure 1-High Level End to End Architecture

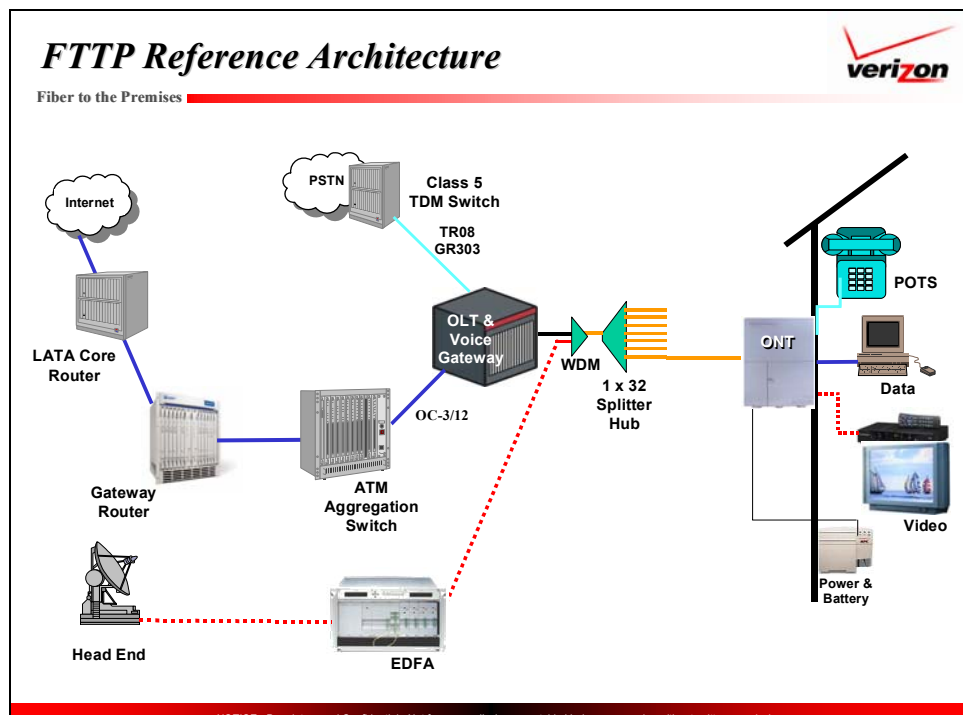
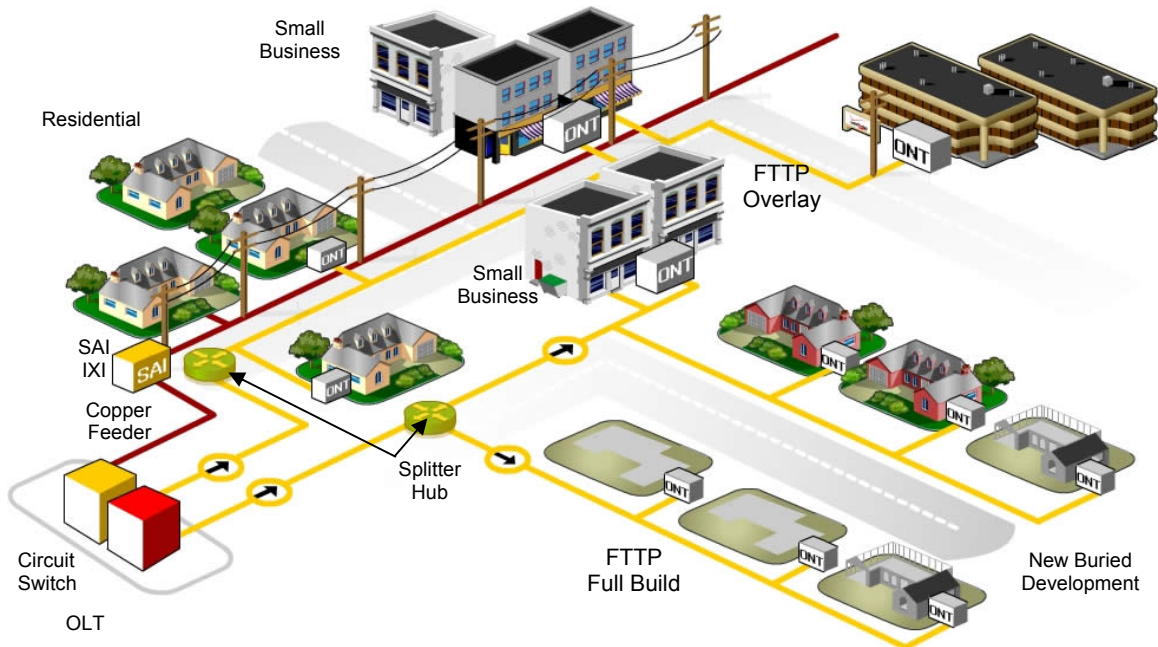


Figure 2-FTTP Full Build and Overlay Architectures



At the national or regional level, a “super” headend (SHE) shall serve as the single point of national content aggregation (see Figure 1). All content shall be encoded into MPEG2 streams and transported over nationwide SONET and/or ROADM services. In each market where Verizon seeks to offer service, the broadcast cable television traffic is off loaded from the long haul network and terminated at a Video Hub Office (VHO). Network redundancy and route diversity shall extend from the SHE to the VHO.

The VHO serves as the metro or local point of aggregation. It is here that off-air and public, education, and government (PEG) channels (where appropriate) are combined with the broadcast cable television coming from the SHE. Interactive Program Guides (IPG) shall be controlled from this site, also. The service that exits the VHO shall look like the final product viewed by the end user subscriber.

Cable television traffic is converted to optical signals at the VHO and transported over Verizon’s metro area, inter-office facilities (IOF) to Video Serving Offices (VSOs). Voice and high-speed data signals are combined with the cable television at this location for final transport to the subscriber premises over Verizon’s FTTP Passive Optical Network (PON).

At the premise, the optical cable television signal is de-multiplexed and converted to an electrical signal, which meets cable television industry standards for cable services. Standard home wiring

practices, using coaxial cables, as well as alternative media, shall distribute the signal to cable ready TVs and standard set top boxes (STB).

There will be 24x7 control and surveillance of the cable television platform from a remote location. This Network Operations Center (NOC) will be centrally located and shall be responsible for the operation and maintenance of the Conditional Access System (CAS), which directs the encryption functions performed back at the VHO.

Super Headend (SHE)

A “super” headend (SHE) shall serve as the single point of national content aggregation. At general service availability, Verizon shall deploy a primary SHE and an additional SHE for redundancy.

Both the primary and redundant SHEs will be strategically located to ensure technical and environmental requirements are met.

The key functions of the SHE include:

Content Reception

Signal Processing

Encoding

Network Interface

The majority of cable television sources shall be individual content provider programming. A mix of standard and high definition formats shall be supported. All content shall be encoded into MPEG2 streams, formatted for SONET and/or ROADM, and transported via a SONET and/or ROADM transport facilities to a local point-of-presence (POP) for wide area (national) transport.

Wide Area Transport

In support of the cable television service, Verizon will use SONET and/or ROADM network facilities in the POPs serving target cable markets. Where multiple POPs exist within a market, redundancy options shall dictate if a single or multiple POPs shall be designated for supporting the cable television traffic.

In most cases, it is expected that the cable television traffic shall traverse multiple interconnected rings between the SHE and the destination market. Once the cable traffic reaches a POP located in a target market, it will be forwarded to a SONET and/or ROADM interface connected to metro/local SONET and/or ROADM facilities. These facilities shall connect the POP to a Video Hub Office (VHO). VHOs are capable of serving multiple communities within a target market. If more than one VHO is required, the metro SONET and/or ROADM ring(s) would be deployed to cover multiple sites.

Video Hub Office (VHO)

The VHO serves as the metro or local point of aggregation. The VHO location is based on a combination of technical factors, metro fiber/IOF availability, local channel reception characteristics, and municipal regulations (e.g., zoning ordinances).

Under current network design plans, the anticipated functions of the VHO include:

WAN Interface for Cable television Transport

Ad Insertion

PEG Content

Signal Grooming and Multiplexing

Emergency Alert Service

Interactive Program Guide

Conditional Access

Local Content

The VHO shall aggregate three basic sources of content: national broadcast channels, local broadcast channels, and public, education, & government (PEG) channels. The national content is the traffic sent from the SHE and is delivered via a SONET interface from the SONET POP. The local broadcast channels shall be received off-air via antennas or terrestrial fiber transport located at the VHO site. The PEG channels shall be collected via terrestrial connections from each local franchising area (LFA) served by the VHO. Finally, based on Verizon service tiering requirements to support an analog tier, a certain subset of channels shall be converted from digital to analog signals at the VHO (or kept in analog format if local or PEG).

The final collection of content is placed into the RF spectrum between 50 – 870 MHz as either an analog AM-VSB signal or, as part of a digital multiplex, into a 256-QAM modulated carrier. Digital content requiring encryption by the CAS shall also be multiplexed into QAM modulators and combined with other analog and digital carriers. In addition, an out-of-band downstream channel is generated which carries the Interactive Program Guide (IPG), provisioning, and management messages to STBs. The combined RF signal is converted to optics and fed into EDFAs at egress from the VHO. These optical cable television signals are transported on the 1550 nm wavelength of the G.983-specified Enhancement band to Verizon Video Serving Offices (VSOs).

As noted previously, it is intended that the broadcast cable television traffic/service that exits the VHO shall look like the final product viewed by the end user subscriber.

Metro Area Transport

The optical cable television signals coming from the VHO are transported on the 1550 nm wavelength over fiber available within Verizon's inter-office facilities (IOF).

Video Serving Office (VSO) & Passive Optical Network (PON)

The Video Serving Office (VSO) is a location within the central office containing FTTP equipment. If technically feasible or otherwise appropriate, PEG insertion may occur at this location in the network.

The key function of the VSO is to combine Broadcast Cable television into the Voice and High Speed Data FTTP Network

Once in the VSO, the optical cable television signal is sent through an EDFA and then to a Wave Division Multiplexer (WDM) combiner and splitter, which is used to add the cable signal to the voice and high-speed data signals' wavelength (1490nm) – coming from the Optical Line Terminal (OLT) – together with the cable wavelength onto a single optical source. This optical signal is then sent towards the subscriber premises via a PON. The VSO will also play a role in supporting upstream signals from the customer premises for pay-per-view services. Pay-per-view usage data uses the data service's 1310nm upstream wavelength. The upstream data communications shall be sent back to a subscriber database located in the Operations Center located in the VHO.

Customer Premises

At the premise, an Optical Network Terminal (ONT) de-multiplexes the 1550nm optical signal and simply converts it to a voice, data and cable television electrical signal, which meets cable television industry standards for cable services.

It is expected that, in many cases, standard home wiring practices, using coaxial cables, will distribute the signal to cable ready televisions and to STBs for digital subscribers.

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LEGAL AUTHORITY TO CONSTRUCT FIBER TO THE PREMISES

Verizon New York Inc. (“Verizon”), as a common carrier under Title II of the Communications Act of 1934 (the “Act”), is constructing its Fiber To The Premises (FTTP) network as an upgrade to its existing telecommunications network. Verizon has the requisite authority to upgrade its network for enhanced voice and broadband services for the reasons discussed, in part, below.

Verizon has the necessary Federal, state and local authorizations to upgrade its Title II telecommunications network, subject to customary time, place and manner permitting requirements. Specifically, Section 27 of the New York Transportation Corporations Law (“New York Telecom Law”) grants Verizon the right to place its facilities upon, over or under any public streets within the State of New York. See New York Tel. Co. v. Town of North Hempstead, 41 N.Y.2d 691, 363 N.E.2d 694 (1977); New York Tel. Co. v. Village of Amsterdam, 613 N.Y.S.2d 993, 994 (App. Div. 1994) (stating that Section 27 grants “an unconditional privilege to install, maintain and repair” telephone facilities in public streets).

The Title II services to be provided over Verizon’s FTTP network are not subject to Title VI of the Act or Article 11 of the New York State Public Service Law (“New York Cable Law”), which regulate cable television service. Verizon plans to utilize FTTP to offer its customers enhanced voice and broadband data services. While FTTP may give Verizon the future capability of providing video service, the network is not subject to Title VI of the Act or the New York Cable Law (including any construction requirements that may be set forth therein) unless and until the network constitutes a “cable system” as defined in Section 602(7) of the Act or a “cable television system” as defined in Section 212(2) of the New York Cable Law. This is triggered only when cable services, such as video programming, are provided to multiple subscribers within a community. As stated in Section 602(7) the Act, “the term ‘cable system’ ... does not include ... (C) a facility of a common carrier which is subject, in whole or in part, to the provisions of title II of this Act, except ... to the extent that such facility is used in the transmission of video programming directly to subscribers....” (emphasis added) 47 U.S.C. § 522(7)(C). See Nat’l Cable Television Ass’n v. FCC, 33 F.3d 66 (D.C. Cir. 1994) (concluding that the FCC “reasonably interpreted the Act to require that an entity obtain a cable franchise only when that entity selects or provides the video programming to be offered.”) Moreover, Section 621(b)(3) of the Act (47 U.S.C. § 541(b)(3)) further specifically prohibits franchising authorities from requiring cable franchises for the provision of telecommunications service or in any way restricting or impeding the provision of such service.

Verizon has the requisite authority as a common carrier under Title II of the Act and Section 27 of the NY Telecom Law to construct its FTTP network. It need not seek supplemental authority to construct the network. However, as provided in Title VI of the Act and the New York Cable Law, a cable franchise would be required prior to Verizon using the FTTP network to provide video programming to multiple subscribers in a local franchise area.

Furthermore, on June 15, 2005, the New York Public Service Commission ruled that Verizon does not need to obtain a cable franchise before constructing its FTTP network. The Commission found that unlike cable companies, Verizon already has the necessary authority under state law to use the public rights-of-way. Thus, the Commission concluded that Verizon has the right to upgrade its telecommunications network to make it capable of providing cable service. See Declaratory Ruling on Verizon Communication, Inc.’s Built-Out of its Fiber to the Premises Network, NY Public Service Commission, Case 05-M-0520/05-M-0247, June 15, 2005

EXHIBIT 2
APPLICATION FOR A CABLE TELEVISION FRANCHISE
TOWN OF BEDFORD/VERIZON NEW YORK INC.

VERIZON NEW YORK INC.

VERIZON FiOS TV – NEW YORK AREA CHANNEL LINEUP

NOTE: ALL INFORMATION PROVIDED
IS FOR THE NEW YORK AREA
AND IS SUBJECT TO CHANGE FOR THE MUNICIPALITY

INTERNATIONAL PREMIUMS**
CHINESE
1759 CCTV-4 (Mandarin)
1751 CTT — Zhong Tian Channel
SOUTH ASIAN
1752 TV Asa
1753 Zee TV
1754 SETAsia
FILIPINO
1755 The Filipino Channel
1756 GMA Pinoy
SOUTH ASIAN-PUNJABI
1757 Jun Punjab
KOREAN
1760 MBC
1761 KBS4 CBS
1762 KBS5 MBN
1763 KBS3 Sky Budok
PORTUGUESE
1764 RTP1
VIETNAMESE
1765 SBTN
CAMBODIAN
1766 CTN
1767 TVK
JAPANESE
1770 TV Japan
FRENCH
1771 TV5 Monde
ITALIAN
1772 Rai Italia
RUSSIAN
1773 Channel 1 Russian
1774 RTHH
1775 RTR Planeta
POLISH
1776 TVP Polonia
BALKAN
1777 BNTV
1778 NTV Hayat
ARMENIAN
1779 Public TV of Armenia
ARABIC
1780 ART
1781 Kuwait TV
1782 MBN TV
ROMANIAN
1783 Pro TV
1784 RSC 1

PERSIAN
1785 Rang A Rang (Farsi)
GERMAN
1787 Deutsche Welle
1788 ProSiebenSat.1Welt
DIGITAL MUSIC
MUSIC CHOICE
1800 Sounds of the Seasons
1801 Today's Country
1802 Classic Country
1803 Bluegrass
1804 Hip-Hop and R&B
1805 Classic R&B
1806 R&B Soul
1807 R&B Hits
1808 Rap
1809 Metal
1810 Rock
1811 Arena Rock
1812 Classic Rock
1813 Adult Alternative
1814 Alternative
1815 Retro-Active
1816 Electronica
1817 Dance
1818 Live Hits
1819 Adult Top-40
1820 Hit List
1821 Kidz Only
1822 Party Favorites
1823 Showcase
1824 90s
1825 80s
1826 70s
1827 Solid Gold Oldies
1828 Smooth Jazz
1829 Jazz
1830 Blues
1831 Reggae
1832 Soundscapes
1833 Easy Listening
1834 Big Band & Swing
1835 Singers & Standards
1836 Show Tunes
1837 Contemporary Christian
1838 Gospel
1839 Classical Masterpieces
1840 Light Classical
1841 Pop Latino
1842 Musica Urbana
1843 Salsa y Merengue
1844 Mexicana
1845 Rock en Español
1846 Americana

URGE RADIO
1900 MTV'sTRL
1901 Today's Top-40
1902 Modern Pop
1903 Cover to Cover
1904 SoftPop
1905 I Love the 70s
1906 I Love the 80s
1907 I Love the 90s
1908 Solid Gold Oldies
1909 Discotech
1910 Dance Club
1911 Electronica
1912 MTV2
1913 Rock Legends
1914 Arena Rock
1915 Alternative Rock
1916 Adult Rock
1917 MTV2 Headbangers Ball
1918 R&B Hits
1919 Classic R&B
1920 Classic Rap
1921 Modern Rap
1922 Modern Soul
1923 CMT Radio
1924 Bluegrass
1925 Classic Country
1926 Wide Open Country
1927 Reggae
1928 Latin Hip-Hop
1929 MTV Tr3s
1930 Latin Jazz
1931 Radio Alterna
1932 Tjano
1933 Easy Listening
1934 Smooth Jazz
1935 Jazz Standards
1936 Blues
1937 Opera
1938 Classical
1939 Christian
1940 Gospel
1941 Pop Standards
1942 Jazzup Broadway
1943 Cinema
1944 Voice Box
1945 Meditation
1946 Dream Sequence
1947 Acoustic Chill
1948 Swing
1951 Comedy

LOCAL PUBLIC/EDUCATION/GOVERNMENT*
ARDFLEY/GREENBURGH
32 Gov. Access Channel 1
33 Ed. Access Channel 1
34 Public Access Channel 1
35 Gov. Access Channel 2
36 Ed. Access Channel 2
BRIARCLIFF MANOR
28 Briarcliff Manor Ed. Access
30 Briarcliff Manor Gov. Access
BROOK
33 BronxNet BXTV
34 Independent Entertainment
35 Independent Culture
36 Independent Spirit
37 BronxNet Youth
38 BronxNet Gov.
BROOKVILLE
37 Brookville Gov. Access
BUCHANAN
30 Buchanan Gov.
CORTLANDT
35 Cortlandt Gov. Access
DOBBS FENNY
46 Gov. Access Channel
47 Ed. Access Channel
EASTCHESTER
24 Eastchester Ed. Access
40 Eastchester Town Gov. Access 1
1932 Tjano
1933 Easy Listening
1934 Smooth Jazz
1935 Jazz Standards
1936 Blues
1937 Opera
1938 Classical
1939 Christian
1940 Gospel
1941 Pop Standards
1942 Jazzup Broadway
1943 Cinema
1944 Voice Box
1945 Meditation
1946 Dream Sequence
1947 Acoustic Chill
1948 Swing
1951 Comedy
FLORAL PARK (VILLAGE)
28 Four Village Studio
Gov. Access (4VS)
GREAT NECK / NORTH SHORE†
34 Great Neck Library Access
35 Great Neck Villages Gov.
37 Public Access TV (PACTV)
39 North Shore Villages Gov.
HUNTINGTON
28 Huntington Ed. Access
39 Huntington Public Access
IRVINGTON
40 Irvington Gov. Access
LARCHMONT/MAMANOECK
34 Larchmont/Mamanoeck Ed.
35 Larchmont/Mamanoeck Gov.
36 Larchmont/Mamanoeck Public Access
LYNBROOK
32 Lynbrook Education
33 Lynbrook Gov.
34 Lynbrook Gov. 2

MALVERNE VILLAGE
30 Malverne Ed. and Gov. Access
MAMANOECK
34 Mamanoeck Ed. Access
35 Mamanoeck Gov. Access
36 Mamanoeck Public Access
MINEOLA
40 Mineola Ed. & Gov. Access
MOUNT KISCO
44 Mount Kisco Gov. Access
MOUNT PLEASANT
24 Mount Pleasant Town Ed. Access 1
26 Mount Pleasant Gov. Access
MOUNT VERNON
20 Tuckahoe Gov. Access
27 Tuckahoe Ed. Access
33 Mount Vernon Ed.
NEW ROCHELLE
30 New Rochelle Ed. Access
32 New Rochelle Gov. Access
NEW YORK CITY
24 NYCTV Gov.
26 NYCTV World
27 NYCTV OTB
28 NYCTV CDL
30 CUNY TV
32 NYCTV Info
NORTH CASTLE TOWN
30 North Castle Public Access
38 North Castle Ed. Access
39 North Castle Gov. Access
ORANGETOWN
30 Orangetown Gov. Access
OSISING
42 Osining Ed. Access
43 Osining Gov. Access
PEEKSKILL
28 Peekskill Gov. Access
32 Peekskill Ed. Access
PELHAM MANOR
30 Pelham Manor Gov. Access
PORT CHESTER
42 Public Access Local Programming
43 Gov. Access
44 Ed. Access
RAMAPO
32 Ramapo Gov. Access
RYE
33 Rye Ed. Access
39 Rye Gov. Access
40 Rye Public Access

RYE BROOK
24 Rye Brook Village Gov. Access
26 Rye Brook Village Ed. Access 1
27 Rye Brook Village Ed. Access 2
46 Rye Brook Village Public Access
SCARSDALE
42 Public Access Channel
43 Gov. Access Channel
44 Ed. Access Channel
SMITHTOWN
27 Smithtown Gov.
TARRYTOWN
28 Tarrytown Village Gov. Access
TUCKAHOE
20 Tuckahoe Gov. Access
27 Tuckahoe Ed. Access
34 Tuckahoe Public Access
WHITE PLAINS
45 White Plains Community Access 1
77 SportsNet New York
78 MSG
79 MSG 2
80 MSG Plus
81 MSG Plus 2
83 Speed Channel
84 Fox Soccer Channel
85 Big Ten Network
86 MLB Network
87 NFL Network
88 NFL Network
90 Versus
94 CBS College Sports Network

Verizon FiOS TV is frequently changing its channel offerings. To view our latest published channel lineup, please visit verizon.com/fo.

*Great Neck/North Shore includes: Great Neck Estates, Great Neck Plaza, Great Neck Village, Rosington, King Point, Lake Success, Russell Gardens, Saddle Rock, Thomaston, Flower Hill, Munsey Park, North Hills, Plandome, Plandome Heights and Plandome Manor.

†Available in Essentials, Extreme HD and La Conexion packages.

‡Customers are eligible for these channels when subscribed to the Sports Package.

§A Spanish-language Secondary Audio Program (SAP) is available for selection.

**Subscription to corresponding FiOS TV Essentials, FiOS TV Extreme HD, Movie or Premium package required.

††HBO or Cinemas subscription includes Independent Film Channel.

‡‡Not all local public, educational and governmental (PEG) channels may be available at the time of installation.

†††Available in select areas only.

Programming services offered within each package are subject to change, and not all programming services will be available at all times. Blackout restrictions also apply.

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DOWNSTATE NEW YORK CHANNEL LINEUP

EFFECTIVE MARCH 2009

FIOS™ TV LOCAL
2 CBS — WCBS-TV 2
4 NBC — WNBC-TV 4
5 FOX — WNYW-TV 5
6 WRNN-TV 48
7 ABC — WABC-TV 7
8 WGN America
9 My4WORLD-TV 9
10 WLNY-TV 55
11 CN — WPOX-TV 11
12 Telemundo — WNLJ-TV 47
14 WWHV-TV 50
17 Telemundo — WFTY-TV 67
18 WNBC-TV 63
19 WSAH
21 PBS — WLWV-TV 21
23 PBS — WJUN-TV 50
25 NYCTV
29 WFME-TV 66
31 JON-TV 31
41 Univision — WXTV-TV 41
48 TV Guide
49 WeatherScan Local
Local Programming — See back panel for area programming (where applicable).
LOCAL PLUS
400 NBC Weather Plus
401 WPX-DT LA TV
404 WNBC-4.4 Universal Sports
406 RISE
407 WABC 2
408 WABC 3
470 WLIN 21
471 WLIN Create
472 13 Kids
473 WLIN World
474 13 VME
491 gubo
492 ION Life
494 The Worship Network

FIOS TV ESSENTIALS & FIOS TV EXTREME HD
ENTERTAINMENT
50 USA Network
51 TNT
52 TBS
53 FX
54 Spike TV
SPORTS
70 ESPN
71 ESPN Classic Sports
72 ESPN2
72 ESPN3
74 ESPN2
76 YES
77 SportsNet New York
78 MSG
79 MSG 2
80 MSG Plus
81 MSG Plus 2
83 Speed Channel
84 Fox Soccer Channel
85 Big Ten Network
86 MLB Network
87 NFL Network
88 NFL Network
90 Versus
94 CBS College Sports Network
NEWS
100 CNN
101 CNN Headline News
102 CNBC
103 MSNBC*
104 Bloomberg TV
105 CNN International
106 CNBC World News
107 BBC World News
108 ABC News Now
109 C-SPAN
110 C-SPAN 2
111 C-SPAN 3
117 Fox Business Network
118 Fox News
119 The Weather Channel

INFO & EDUCATION
120 Discovery Channel
121 National Geographic Channel
122 Science Channel
123 Investigation Discovery
124 Pentagon Channel
125 Military Channel
126 Military History Channel
127 History Channel International
128 History Channel
129 Bio
130 Animal Planet
131 TV Info
139 TLC
WOMEN
140 Lifetime
141 Lifetime Movie Network
142 Lifetime Real Women
143 SOAPnet
144 Oxygen
149 WE Women's Entertainment
MARKETPLACE
150 QVC
151 HSN
155 Jewelry
157 Shop NBC
HOME & LEISURE
109 Style
161 Discovery Health
162 Versa TV
163 Fit TV
164 Food Network
165 HGTV
166 Fims Living
167 DIY Network
168 Planet Green
169 Wealth TV
170 Travel Channel
POP CULTURE
180 So-Fi Channel
181 A&E
182 Crime & Investigation Network
183 truTV
184 GSN



LOCAL ARTS & ENTERTAINMENT SPORTS NEWS/INFO & EDUCATION LIFESTYLE

THIS IS FIOS. THIS IS BIG.

FIESTV ESSENTIALS & FIESTV EXTREME HD
(continued)

185	Ibiza
186	Slauth
187	Logo
188	Ovation
189	BBC America
190	Comedy Central
191	G4
192	Current TV
193	Chiller
196	El Entertainment Television
197	Fox Reality
198	Fuel
199	ABC Family
216	MTV
217	MTV2
218	MTV U
219	MTV Jams
214	MTV Hits
216	Fuse
217	VH1
218	VH1 Classic
219	VH1 Soul
220	BET Jazz
221	CMT
222	CMT Pura Country
224	Great American Country
225	BET Gospel
229	Soundtrack Channel
MOVIES	
230	Turner Classic Movies
231	AMC
232	Fox Movie Channel
233	RealzChannel
FAMILY	
240	Hallmark Channel
242	Family Net
243	AmericanLifeTV
244	TV Land
245	Retirement Living
246	Blue Highways TV
247	HBO TV
KIDS	
250	Disney Channel
251	Toon Disney
252	Nickelodeon
253	Nick 2
254	Nick Toons
255	The N
256	Noggin
257	Cartoon Network (ESP)*

258 Boomerang (ESP)*
259 Discovery Kids
262 Futurama
263 PBS KIDS Sprout

PEOPLE & CULTURE

270	BE
271	TV One
273	MTV Tr3s
274	Galavisión
276	Mun2
277	SLTV
278	CCTV-9
279	Bridges TV
279	HiFi

RELIGION

285	EWTN
286	INSP
287	Life
288	Church Channel
289	JCTV
290	BH1 Television
291	Three Angels Broadcasting Network
292	The Word Network
294	Smile of a Child
295	Trinity Broadcasting Network
296	Telecar

SPORTS PACKAGE*

300	Fox College Sports — Atlantic
301	Fox College Sports — Central
302	Fox College Sports — Pacific
303	The Tennis Channel
304	Golf Channel
307	Outdoor Channel
308	The Sportsman Channel
311	Fox Sports en Español
312	GOL TV
315	TVG (Horse Racing)
316	Horse Racing TV
317	World Fishing Network
318	MavTV
319	Blackbelt TV

MOVIE PACKAGE**

340	Starz
341	Starz West
342	Starz Edge
343	Starz Edge West
344	Starz in Black
345	Starz Kids & Family
346	Starz Cinema
347	Starz Comedy
348	Indieplex

349 Retroplex
350 Encore
351 Encore West
352 Encore Love West
353 Encore Love
354 Encore Westerns
355 Encore Westerns West
356 Encore Mystery
357 Encore Mystery West
358 Encore Drama
359 Encore Drama West
360 Encore Action
361 Encore Action West
362 Encore WAM

366	Showtime
366	Showtime West
367	Showtime Showcase
368	Showtime Showcase West
369	Showtime 2
370	Showtime 2 West
371	Showtime Beyond
372	Showtime Beyond West
373	Showtime Extreme
374	Showtime Extreme West
375	Showtime Women
376	Showtime Women West
377	Showtime Heat
378	Showtime Heat West
379	Showtime Family Zone
380	Showtime Family Zone West
385	TMC
386	TMC West
387	TMC Xtra
388	TMC Xtra West
390	Flix
391	Flix West
392	Sundance
393	HD Net
394	Independent Film Channel**

PREMIUMS**

HBO

400	HBO
401	HBO West
402	HBO 2
403	HBO 2 West
404	HBO Signature
405	HBO Signature West
406	HBO Family
407	HBO Family West
408	HBO Comedy
409	HBO Comedy West
410	HBO Zone
411	HBO Zone West
412	HBO Latino
413	HBO Latino West

CINEMAX

420	Cinemax
421	Cinemax West
422	More Max
423	More Max West
424	Action Max
425	Action Max West
426	Thriller Max
427	Thriller Max West
428	WMAX
429	At Max
430	Five Star Max
431	OuterMax

OTHER PREMIUMS

440	Playboy TV
441	Playboy TV en Español
445	here!

HI-DEFINITION

BROADCAST

502	QBS — WCBS HD
504	NBC — WNBC HD
505	FOX — WNYW HD
507	ABC — WABC HD
509	my40 HD
511	QW — WRXQ HD
513	PBS — WNBT HD

ENTERTAINMENT

550	USA HD
551	TNT HD
552	TBS HD
553	FX HD
567	Universal HD
568	WGN America HD
569	HD Net

SPORTS

570	ESPN HD
572	ESPN HD
573	ESPN2 HD
574	ESPN3 HD
576	YES HD
577	SportsNet New York HD
582	Speed HD
585	Big Ten Network HD
586	MLB Network HD
587	NHL Network HD
588	NFL Network HD
590	Versus
591	Outdoor Channel 2 HD
592	The Tennis Channel HD
593	Golf HD
597	World Fishing Network HD
598	MaeTV HD

NEWS

600	QNN HD
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602 CNBC HD+
617 Fox Business Network HD
618 Fox News HD
619 The Weather Channel HD

INFO & EDUCATION

620	Discovery Channel HD
621	National Geographic Channel HD
622	Science Channel HD
625	Smithsonian Channel HD
628	History Channel HD
629	Bio HD
630	Animal Planet HD
631	HD Theater
639	TLC HD

WOMEN

640	Lifetime HD
641	Lifetime Movie Network HD

MARKETPLACE

650	QVC HD
651	HSN HD
664	Food Network HD
696	HGTV HD
698	Planet Green HD
699	Wealth TV HD
670	Travel Channel HD

POP CULTURE

680	So-Fi Channel HD
681	A&E HD
685	Bravo HD
699	ABC Family HD

MUSIC

711	Palladia HD
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MOVIES

740	Hallmark Movie Channel HD
744	MGM Channel HD
746	HD Net Movies
KIDS	
780	Disney Channel HD
781	Toon Disney HD
MOVIE PACKAGE HD**	
840	Starz HD
842	Starz Edge HD
845	Starz Kids & Family HD
847	Starz Comedy HD
850	Encore HD
895	Showtime HD
896	Showtime West HD
897	Showtime Showcase HD
898	Showtime Showcase West HD
899	Showtime 2 HD
900	Showtime 2 West HD
873	Showtime Extreme HD
874	Showtime Extreme West HD

885 TMC HD
886 TMC West HD
887 TMC Xtra HD
888 TMC Xtra West HD

PREMIUMS**

899	HBO
901	HBO West HD
902	HBO 2 HD
903	HBO 2 West HD
904	HBO Signature HD
905	HBO Signature West HD
906	HBO Family HD
907	HBO Family West HD
908	HBO Comedy HD
909	HBO Comedy West HD
910	HBO Zone HD
911	HBO Zone West HD
912	HBO Latino HD
913	HBO Latino West HD
920	Cinemax HD
921	Cinemax West HD
922	More Max HD
923	More Max West HD
926	Action Max HD
925	Action Max West HD
926	Thriller Max HD
927	Thriller Max West HD
928	WMAX HD
929	At Max HD
930	Five Star Max HD
931	OuterMax HD

VIDEO ON DEMAND**

900 RDS Video On Demand

ALL FREE

- Home & Leisure
- Info & Education
- Kids
- Marketplace
- Music
- News
- People & Culture
- Pop Culture
- Sports
- Women
- En Español

Movies

- International Films
- Library
- Movie Trailers
- New Releases
- En Español

Subscriptions

- Cinemax
- HBO
- Showtime

Starz
Sundance
The Movie Channel
Playboy
here!
Karaoke Channel
WWE 24-7
Bollywood Movies & Music
The Jewish Channel

Events

Uncensored
En Español

Adult

FIESTV Help

PAY PER VIEW/ SUBSCRIPTION SPORTS

1000	TVN Events
1001	HD PPV Events
1005	Hot Choice PPV
1009	Setanta Sports
1010-1015	ESPN Game Plan/Full Court
1474	MLB Extra Inning/ NHL Center Ice HD
1475-1488	MLB Extra Inning/ NHL Center Ice
1489	MLS Direct Kick/ NBA League Pass HD
1490-1499	MLS Direct Kick/ NBA League Pass
Coming Soon	

LA CONEXIÓN

ENTERTAINMENT

1500	USA Network
1501	TNT
1502	TBS
1503	Galavisión
1504	FX
1505	Spike TV
1508	WAPA TV

SPORTS

1520	ESPN Deportes?
1521	Fox Sports en Español
1522	Fox Soccer Channel
1523	GOL TV
1526	YES
1527	SportsNet New York
1528	MSG
1529	MSG Plus

NEWS

1540	CNN en Español
1541	CNN
1542	CNN Headline News
1543	Fox News
1544	QVC
1545	MSNBC
1546	C-SPAN
1547	Fox Business Network
1549	Canal SUR

INFO & EDUCATION

1500	TVE Internacional
1501	History Channel en Español
1502	Discovery Channel
1503	Discovery en Español
1505	Animal Planet
1506	TLC

WOMEN

1580	Lifetime
1581	Lifetime Movie Network

MARKETPLACE

1600	QVC
1601	HSN
1602	Shop NBC

HOME & LEISURE

1620	Infinito
1621	Food Network
1622	HGTV
1623	Travel Channel
1625	Discovery Health

POP CULTURE

1640	El Entertainment Television
1641	A&E
1642	Si TV
1643	Mun2
1644	Comedy Central
1645	So-Fi Channel
1648	HiFi

MUSIC

1660	MTV Tr3s
1661	MTV2
1662	Telehit
1666	CMT

MOVIES

1680	De Película
1681	De Película Clásico
1685	Cine Latino
1686	Cine Mexicano

FAMILY

1700	ABC Family
1701	La Familia
1702	Discovery Familia
1704	TV Chile
1705	TV Colombia
1707	TV Land

KIDS

1720	iSupresal
1722	Toon Disney Español
1724	Boomerang (ESP)*
1725	Boomerang
1728	Cartoon Network (ESP)*
1729	Nickelodeon
1729	Disney en Español

RELIGION

1740	TBN Enlace
1741	EWTN Español

SPANISH LANGUAGE**

1503	Galavisión
1508	WAPA TV
1520	ESPN Deportes?
1521	Fox Sports en Español
1523	GOL TV
1540	CNN en Español
1549	Canal SUR
1560	TVE Internacional
1580	History Channel en Español
1581	Discovery en Español
1620	Infinito
1660	MTV Tr3s
1662	Telehit
1680	De Película
1681	De Película Clásico
1685	Cine Latino
1686	Cine Mexicano
1701	La Familia
1702	Discovery Familia
1704	TV Chile
1705	TV Colombia
1707	TV Land

ARTS & ENTERTAINMENT LIFESTYLE PREMIUMS SPORTS HD LOCAL NEWS/INFO & EDUCATION VIDEO ON DEMAND PAY PER VIEW/SUBSCRIPTION SPORTS



EXHIBIT 3
*APPLICATION FOR A CABLE TELEVISION FRANCHISE
TOWN OF BEDFORD/VERIZON NEW YORK INC.*

FiOS TV – RATES & PACKAGES

1. In all-digital service areas, FiOS TV Local requires a Digital Adapter or Set Top Box and Router for access. Listed monthly price does not include Digital Adapter or Set Top Box fees.
2. If service is cancelled within the first 12 months, Router must be returned or \$99.99 equipment fee applies.
3. In order to be eligible for Movies or Sports, FiOS TV Premier or La Conexión is required. The Spanish Language package cannot be combined with La Conexión. 30-day minimum billing period required for all Packages.
4. 30-day minimum billing period required for all Premiums.
5. A service repair visit charge is assessed when a technician visit is required for general service education, to repair problems related to in-home wiring, or to connect or reconnect the service to customer-owned equipment. A service visit charge is not assessed when a technician visit is required to install or retrieve a Set Top Box or when the repair or maintenance is related to the service itself or Verizon-owned equipment.

Service/program availability varies by location and the number of channels within each package is an approximation. Pricing applies to residential use only within the United States and is subject to change. Taxes, franchise fees and other terms apply. FiOS TV customers purchasing Verizon voice service receive both services over fiber. Non-IP voice service comes with up to 8 hours battery backup.

FiOS®

Rates & Packages



It's the Network

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CCF70038-TVER-01/08

Verizon FiOS

tv | internet | phone



Here's everything you need to create your perfect Verizon FiOS® TV package. First, choose your service. Then, add to it from our selection of digital packages and premium channels below.

Refer to the Channel Lineup for a complete listing of the channels included in each package.

Service	Number of Channels	Monthly Price
FiOS TV Local ¹	15-35	\$12.99
Digital Service (Requires Set Top Box (STB) and Router ²)		
FiOS TV Premier	228 + FiOS TV Local	\$47.99
La Conexión	162 + FiOS TV Local	\$37.99

Now, add more channels for just a few dollars more.

Packages ³ (Requires STB)	Number of Channels	Monthly Price
Sports	13	\$7.99
Movies	45	\$14.99
Spanish Language	25	\$11.99

Premiums ⁴ (Requires STB)	Number of Channels	Monthly Price
HBO ⁴	14	\$15.99
Cinemax ⁴	12	\$15.99
Playboy TV ⁴ /Playboy TV en Español here!	2	\$16.99
	1	\$7.99

International Premiums ⁴ (Requires STB)	Number of Channels	Monthly Price
International Premium Channels	14	Individually Priced

Video On Demand (VOD) and Pay Per View (PPV) (Requires STB)	Price
On Demand Movies	Varies
New Releases & Library	Varies
On Demand Adult	Varies

On Demand Subscriptions	Price
WWE 24/7	\$9.99/mo.
Karaoke	\$7.99/mo.
PPV Events	Varies
PPV Sports	Varies
ESPN GamePlan — NCAA Football	Varies
ESPN FullCourt — NCAA Basketball	Varies

Set Top Box (STB)	Monthly Price
Cable Card	\$3.99
Digital Adapter	\$3.99
Standard Definition (SD)	\$5.99
High Definition (includes HD channels)	\$9.99
Standard Definition Digital Video Recorder	\$12.99
High Definition Digital Video Recorder (includes HD channels)	\$15.99
SD Home Media DVR (features Multiroom DVR & Media Manager)	\$17.99
HD Home Media DVR (features Multiroom DVR & Media Manager)	\$19.99

Initial Installation	One-Time Charges
Existing Outlet Hookup (up to 3)	No Charge
Additional Outlet/Set Top Box Hookup (per existing outlet)	\$19.99
New Outlet Install/Existing Outlet Rewire (per outlet)	\$54.99
Outlet Relocation (per outlet)	\$54.99
FiOS TV Activation Fee with FiOS TV/Internet/Voice Bundle	Free
FiOS TV Activation Fee with FiOS Internet	\$19.99
FiOS TV Activation Fee without FiOS Internet	\$29.99

Subsequent Installations/Charges	One-Time Charges
New Outlet Installation/Outlet Relocation (per outlet)	\$54.99
Set Top Box Installation/Retrieval (one new/relocated outlet included, if required)	\$79.99
Set Top Box Addition (Self-Install)	Free
Set Top Box Return with equipment drop-off at Verizon authorized locations/UPS location with prepaid mailer	Free
Service Repair Visit Charge ⁵	\$79.99

Other Services and Charges	One-Time Charges
Seasonal Service Suspension (charged at initiation, 1-6 months) ⁶	\$24.99
Replacement Remote	\$6.99 + Shipping & Handling
Unreturned/Damaged — Cable Card	\$100.00
Unreturned/Damaged STB — Digital Adapter	\$175.00
Unreturned/Damaged STB — Standard Definition	\$240.00
Unreturned/Damaged STB — High Definition	\$350.00
Unreturned/Damaged STB — SD Digital Video Recorder (DVR)	\$475.00
Unreturned/Damaged STB — HD Digital Video Recorder (DVR)	\$550.00