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November 10, 2017

Paul Witty
Assistant Jefferson County Attorney
Office of Mike O'Connell - Jefferson County Attorney
531 Court Place, Suite 900
Fiscal Court Building
Louisville, KY 40202

RE: Request for Consent to Sublicense to SprintCom, Inc. ("Sprint")

Paul Witty:

Reference is made to KY Backhaul Transmission Networks, LLC's ("**KY Backhaul**") Application for Communications Franchise with Louisville-Jefferson County Metro Government ("**Franchise Application**") and the Louisville-Jefferson County Metro Government Ordinance ("**Ordinance**"). The Franchise Application is to be submitted no later than September 29, 2017 per the Legal Notice of Request for Bid Proposals for Louisville Metro Communications Franchise published on August 30, 2017. Capitalized terms used in the Franchise Application and Ordinance shall have the same meaning herein.

Upon approval of the Franchise Application by the Louisville-Jefferson County Metro Government ("**Louisville Metro**"), KY Backhaul desires to enter into sublicense agreements with Sprint under the Franchise Application to install and maintain facilities which may be operated by Sprint. Pursuant to Section 116.71(T) of the Ordinance, KY Backhaul respectfully requests the prior written authorization of Louisville Metro to enter into such sublicenses.

By Louisville Metro's signature below, Louisville Metro consents to such sublicensing by KY Backhaul, which sublicenses shall be subject and subordinate to the terms and provisions of the Franchise Application, Ordinance, and applicable permits.

Please feel free to contact me directly to discuss at (949) 999-5773.

Sincerely,

Chris Glass
Senior Vice President, General Counsel

ACKNOWLEDGED AND AGREED

Louisville-Jefferson County Metro Government

By: E. Jeffrey Mosley
Name: E. Jeffrey MOSLEY
Title: General Counsel
Date: 12/8/17