

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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<i>In re</i>	:	Chapter 11
	:	
Nortel Networks Inc., <i>et al.</i> , ¹	:	Case No. 09-10138 (KG)
	:	
Debtors.	:	Jointly Administered
	:	
	:	Re: D.I. 3034, 3036
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**STIPULATION AND ORDER RESOLVING
DEBTORS' MOTIONS AGAINST VERIZON**

WHEREAS, on January 14, 2009 (the "Petition Date"), Nortel Networks Inc. ("NNI") and certain of its affiliates (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

WHEREAS, on or about January 20, 2009, certain affiliates of Verizon Communications Inc. (each affiliate of Verizon Communications Inc., a "Verizon Affiliate"; all Verizon Affiliates, together with Verizon Communications Inc., collectively, "Verizon"), withheld certain payments that were otherwise due and owing to NNI or other Debtors, the outstanding amount of which was in excess of \$137,000,000;

WHEREAS, on February 5, 2009, this Court entered an Order Clarifying Relief Granted Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code Authorizing Debtors to Honor Prepetition Obligations to their Customers [D.I. 237] (the "Prepetition Order"), which Prepetition

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Nortel Networks Inc. (6332), Nortel Networks Capital Corporation (9620), Nortel Altsystems Inc. (9769), Nortel Altsystems International Inc. (5596), Xros, Inc. (4181), Sonoma Systems (2073), Qtera Corporation (0251), CoreTek, Inc. (5722), Nortel Networks Applications Management Solutions Inc. (2846), Nortel Networks Optical Components Inc. (3545), Nortel Networks HPOCS Inc. (3546), Architel Systems (U.S.) Corporation (3826), Nortel Networks International Inc. (0358), Northern Telecom International Inc. (6286), Nortel Networks Cable Solutions Inc. (0567) and Nortel Networks (CALA) Inc. (4226). Addresses for the Debtors can be found in the Debtors' petitions, which are available at <http://dm.epiq11.com/nortel>.

Order included the following paragraph: “All rights of Debtors’ customers to assert rights of setoff or recoupment are expressly reserved notwithstanding any payments by such customers to the Debtors”;

WHEREAS, during the first week of February 2009, in anticipation of the entry of the Prepetition Order, the Verizon Affiliates that had been withholding payments resumed making payments to NNI or other Debtors on outstanding invoices, and following the entry of the Prepetition Order continued making payments to NNI or other Debtors;

WHEREAS, between February of 2009 and March of 2010, the withheld payments were made and Verizon Affiliates continued to make payments to NNI or other Debtors on invoices they received from NNI or other Debtors in the normal course of business;

WHEREAS, on September 30, 2009, “The Affiliates of Verizon Communications Inc.,” submitted a proof of claim against NNI that is listed on the Debtors’ claim register as claim number 5521 (the “Proof of Claim” or the “Claim”);

WHEREAS, in connection with their review of the Proof of Claim, the Debtors requested that Verizon provide certain information regarding the bases for the Proof of Claim;

WHEREAS, Verizon made available on a consensual basis certain, but not all, of the requested information, and asserts that it is working cooperatively with the Debtors to provide all of the information necessary for the Debtors to evaluate the Proof of Claim;

WHEREAS, Verizon contends that certain Verizon Affiliates have and are entitled to assert a right of set-off and/or right of recoupment against NNI or other Debtors, and to exercise, implement, enforce, and effectuate such right against amounts that such Verizon Affiliates or other Verizon Affiliates owe or previously owed to NNI or other Debtors;

WHEREAS, on or about April 1, 2010, without seeking leave of the Court, certain Verizon Affiliates placed an administrative hold on payments due and owing to NNI or other Debtors, the outstanding amount of which payments, as of August 24, 2010, was approximately \$5,224,209.78 (the “Withheld Amounts”), all of which was past due;

WHEREAS, on May 21, 2010, the Debtors filed a Motion for Entry of an Order Enforcing the Automatic Stay Against Certain Affiliates of Verizon Communications Inc. [D.I. 3036] (the “Stay Motion”), and a Motion for Entry of An Order Directing an Examination of and Production of Certain Documents By Verizon Communications Inc. and Its Affiliates Pursuant to Fed. R. Bankr. P. 2004 [D.I. 3034] (the “2004 Motion,” together with the Stay Motion, the “Motions”);

WHEREAS, on or about June 10, 2010, the Court entered an Agreed Protective Order Between the Debtors and the Affiliates of Verizon Communications Inc. [D.I. 3168] (the “Protective Order”), to facilitate the disclosure of information and production of documents by Verizon to the Debtors as requested in the 2004 Motion, as well as in connection with the Stay Motion, the Proof of Claim, and the alleged rights of set-off/and or recoupment claimed by certain Verizon Affiliates;

WHEREAS, subject to the Protective Order, Verizon has produced certain documents to the Debtors;

WHEREAS, based on the terms and representations set forth below, Verizon and the Debtors (collectively, the “Parties”) have agreed to resolve the Motions, as follows:

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED THAT:

1. Within one (1) business day of the date of entry of an Order approving this Stipulation, all Verizon Affiliates that have administrative holds on payment of invoices of NNI

or any other Debtor shall cancel all such holds, and within five (5) business days thereafter (the “Payment Date”), shall pay all Withheld Amounts, as enumerated on the attached Exhibit A hereto; provided that, to the extent the due date for any Withheld Amount is later than the Payment Date, the Verizon Affiliate owing such Withheld Amount may make payment of such Withheld Amount on the applicable due date.

2. Unless Verizon or a Verizon Affiliate obtains an Order of the Court on a motion for relief from the automatic stay allowing it to do so, neither Verizon nor any Verizon Affiliate shall withhold payment on any further invoices issued by NNI or any other Debtor, through an administrative or other hold, for the purpose of asserting, exercising, enforcing, implementing, or effectuating an alleged right of set-off and/or recoupment. In the event that the Parties have a bona fide ordinary course business dispute regarding an invoice that does not relate to any alleged right of set-off and/or recoupment, the Parties reserve all rights and defenses with respect to the entitlement or lack thereof of Verizon or any Verizon Affiliate to withhold payment of such invoice until the dispute is resolved.

3. All Verizon Affiliates claiming a right of set-off and/or recoupment against NNI or any other Debtor shall file a motion with the Court, to be heard on the first omnibus hearing date in November 2010, or at such other time as the Court may direct (the “Setoff Hearing”), seeking a determination, with respect to each such Verizon Affiliate, whether such Verizon Affiliate is entitled to assert, exercise, enforce, implement and/or effectuate such claimed right against NNI or such other Debtor, including, without limitation, a determination of: (i) whether such Verizon Affiliate had a prepetition right of set-off and/or right of recoupment against NNI or any other of the Debtors as of the date of the Prepetition Order, and if so, in what amount; (ii) the extent to which, if at all, such Verizon Affiliate preserved such right; and (iii) whether such

Verizon Affiliate is currently entitled to exercise, enforce, implement and/or effectuate such right, (a) through the withholding of payment of invoices by it or by another Verizon Affiliate from NNI or such other Debtor, (b) by recovering such amount from the NNI estate or such other Debtor's estate, or (c) by some other means; provided, however, that if the Debtors are scheduled to make distributions to unsecured creditors prior to the date scheduled for the Setoff Hearing, then, subject to Court approval, Verizon shall be entitled to schedule the Setoff Hearing for an earlier date, prior to the making of such distributions, with such rescheduled date to afford the Court sufficient time to consider and rule upon such motion prior to the distribution date.

4. The Debtors represent that in the event the Court determines that one or more Verizon Affiliates claiming a right of set-off and/or recoupment against NNI or any other Debtor as of the date of the Prepetition Order, (i) had a prepetition right of set-off and/or right of recoupment against NNI or such other Debtor, (ii) preserved any such right, and (iii) is entitled to exercise, enforce, implement and/or effectuate such right by recovering the allowed amount of such set-off and/or recoupment from the NNI estate or the estate of such other Debtor, the amount of assets in the estate of NNI or such other Debtor available to pay such recovery shall be equal to or greater than \$15 million.

5. Nothing in this Stipulation and Order, and no action taken by any Party pursuant to this Stipulation and Order, shall be construed to enlarge, eliminate, limit, restrict, reduce, or otherwise affect in any way the Parties' respective rights or defenses with respect to the Proof of Claim, the alleged right of set-off and/or right of recoupment of any Verizon Affiliate against NNI or any other Debtor, and the claim of any Verizon Affiliate that it is entitled to exercise, enforce, implement and/or effectuate such alleged right of set-off and/or right of recoupment against the assets in the NNI estate or the estate of such other Debtor.

6. In consideration of the foregoing, and upon the Debtors' receipt and collection of the Withheld Amounts pursuant to paragraph 1 hereof, the Stay Motion shall be deemed withdrawn; and within three (3) business days thereafter, the Debtors shall file a notice of such withdrawal with the Court.

7. To the extent Verizon has not already done so, and subject to its right to assert good faith objections in accordance with the Federal Rules of Bankruptcy Procedure, Verizon shall continue to work cooperatively and in good faith with the Debtors to produce to the Debtors information and documents responsive to the requests made in the 2004 Motion, subject to the terms of the Protective Order, or to confirm that such information and/or documents are not available and/or do not exist.

8. In consideration of paragraph 7 above and upon the entry of this Stipulation as an Order, the 2004 Motion shall be deemed withdrawn without prejudice. Nothing contained herein shall prohibit the Debtors or Verizon from serving discovery requests and/or filing any further motions with the Court seeking discovery from the other Party under applicable law, or from opposing or objecting to such discovery requests and/or motions.

9. The Parties agree that this Court shall have exclusive jurisdiction over all matters involving or relating to the interpretation, implementation, and enforcement of this Stipulation and Order and any disputes arising in connection therewith.

10. This Stipulation and Order shall be binding on the Parties from the date of its execution and shall continue to be binding after the conclusion of these chapter 11 cases.

11. The Parties represent and warrant to each other that the signatories to this Stipulation and Order on their respective behalfs have full power and authority to enter into it.

12. Nothing contained in this Stipulation and Order shall be construed as an admission by any Party hereto regarding the validity or lack of validity of the claim of any Verizon Affiliate that it currently has an enforceable right of set-off and/or recoupment against NNI or any of the other Debtors.

13. This Stipulation and Order contains the entire understanding between the Parties with respect to the matters addressed herein, and all prior discussions among the Parties concerning such matters are merged herein. There are no representations, warranties, covenants, promises, or undertakings except those expressly set forth herein.

14. The Parties may execute this Stipulation and Order in counterparts, and all executed counterparts shall collectively be deemed to be one and the same instrument.

Dated: August 24, 2010

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*Attorneys for Verizon Communications, Inc.
and its Affiliates*

Exhibit A

Attachment A

Invoices Due from Verizon Affiliates to Nortel Networks Inc. as of August 24, 2010

Sold-to Customer	Customer Name	Document Number	Legacy Invoice	Purchase Order	Document Date	Due Date	Grand Total	Comments
105583	Verizon Business Purchasing LLC	2688169	2688169	8500074157	3/10/2010	4/9/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691508	2691508	8500074960	3/16/2010	4/15/2010	110.09	Ready to Pay
105583	Verizon Business Purchasing LLC	2688170	2688170	8500074157	3/10/2010	4/9/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2688993	2688993	8500074157	3/11/2010	4/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689520	2689520	8500074157	3/12/2010	4/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689521	2689521	8500074157	3/12/2010	4/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2692301	2692301	8500074157	3/17/2010	4/16/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2692302	2692302	8500074157	3/17/2010	4/16/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693617	2693617	8500074157	3/19/2010	4/18/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2696308	2696308	8500074157	3/25/2010	4/24/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2697562	2697562	8500074157	3/29/2010	4/28/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2697563	2697563	8500074157	3/29/2010	4/28/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703252	2703252	8500074157	4/14/2010	5/14/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703488	2703488	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703489	2703489	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703490	2703490	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703491	2703491	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703492	2703492	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703493	2703493	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703494	2703494	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703495	2703495	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703496	2703496	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703497	2703497	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703498	2703498	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703719	2703719	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703720	2703720	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2703721	2703721	8500074157	4/15/2010	5/15/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2704115	2704115	850074157	4/16/2010	5/16/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2704116	2704116	8500074157	4/16/2010	5/16/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2704486	2704486	8500074157	4/19/2010	5/19/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2707353	2707353	8500074157	4/26/2010	5/26/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2708890	2708890	8500074157	4/30/2010	5/30/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712158	2712158	8500074157	5/11/2010	6/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712159	2712159	8500074157	5/11/2010	6/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712424	2712424	8500074157	5/12/2010	6/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712425	2712425	8500074157	5/12/2010	6/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712426	2712426	8500074157	5/12/2010	6/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712427	2712427	8500074157	5/12/2010	6/11/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2712785	2712785	8500074157	5/13/2010	6/12/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720306	2720306	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720307	2720307	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720308	2720308	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720309	2720309	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720311	2720311	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720312	2720312	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720313	2720313	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720314	2720314	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2720315	2720315	8500074157	6/10/2010	7/10/2010	400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691224	2691224	8500073890	3/16/2010	4/15/2010	500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691513	2691513	8500075345	3/16/2010	4/15/2010	786.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2696306	2696306	8500075948	3/25/2010	4/24/2010	1,179.84	Ready to Pay
608998	Verizon Business Purchasing LLC	2711040	2711040	8500059732	5/6/2010	6/5/2010	1,958.40	Ready to Pay
105583	Verizon Business Purchasing LLC	2691228	2691228	8500075317	3/16/2010	4/15/2010	2,520.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691510	2691510	8500071885	3/16/2010	4/15/2010	4,424.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693253	2693253	8500074288	3/18/2010	4/17/2010	4,716.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691227	2691227	8500075317	3/16/2010	4/15/2010	5,040.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691509	2691509	8500071890	3/16/2010	4/15/2010	5,100.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691223	2691223	8500073724	3/16/2010	4/15/2010	7,236.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691512	2691512	8500064540	3/16/2010	4/15/2010	8,978.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2699630	2699630	8500074157	4/5/2010	5/5/2010	9,400.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689499	2689499	8500074105	3/12/2010	4/11/2010	10,080.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693252	2693252	8500071885	3/18/2010	4/17/2010	10,200.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2692610	2692610	8500073724	3/17/2010	4/16/2010	10,854.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693255	2693255	8500074735	3/18/2010	4/17/2010	12,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693256	2693256	8500074735	3/18/2010	4/17/2010	12,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693615	2693615	8500074732	3/19/2010	4/18/2010	12,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693616	2693616	8500074732	3/19/2010	4/18/2010	12,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691226	2691226	8500075317	3/16/2010	4/15/2010	15,120.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2685941	2685941	8500072961	3/5/2010	4/4/2010	25,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689505	2689505	8500074345	3/12/2010	4/11/2010	25,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689506	2689506	8500074364	3/12/2010	4/11/2010	25,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693259	2693259	8500075069	3/18/2010	4/17/2010	25,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2685471	2685471	8500072331	3/4/2010	4/3/2010	25,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2689507	2689507	8500073782	3/12/2010	4/11/2010	26,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691225	2691225	8500074043	3/16/2010	4/15/2010	39,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2690887	2690887	8500064540	3/15/2010	4/14/2010	44,800.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2697248	2697248	8500069501	3/26/2010	4/25/2010	48,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693257	2693257	8500074926	3/18/2010	4/17/2010	50,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2693258	2693258	8500074930	3/18/2010	4/17/2010	50,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2692609	2692609	8500064540	3/17/2010	4/16/2010	53,868.00	Ready to Pay

105583	Verizon Business Purchasing LLC	2705639	2705639	8500040845	4/21/2010	5/21/2010	64,460.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2691511	2691511	8500072331	3/16/2010	4/15/2010	75,000.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2688504	2688504	8500065286	3/10/2010	4/9/2010	86,706.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2697247	2697247	8500015149	3/26/2010	4/25/2010	97,500.00	Ready to Pay
105583	Verizon Business Purchasing LLC	2710292	2710292	8500019634	5/5/2010	6/4/2010	2,423,964.25	Ready to Pay
101226	Verizon Business Purchasing LLC	7001109443	B1620604	8500065450	3/16/2010	4/15/2010	270,913.00	Ready to Pay
101226	Verizon Business Purchasing LLC	7001111175	B1620767	8500074299	3/30/2010	4/29/2010	202,309.00	Ready to Pay
608787	Verizon Select Services Inc	2689351	2689351	VH08150059	3/11/2010	3/11/2010	(56,314.30)	Ready to Pay
608787	Verizon Select Services Inc	2702538	2702538	CMN69341VIF	4/13/2010	4/13/2010	(13,824.29)	Ready to Pay
608787	Verizon Select Services Inc	2710286	2710286	CMN75490VIF	5/5/2010	5/5/2010	(3,894.12)	Ready to Pay
608787	Verizon Select Services Inc	2722174	2722174	CME26868VI2	6/17/2010	6/17/2010	(3,151.50)	Ready to Pay
608787	Verizon Select Services Inc	2702539	2702539	VJ06010011	4/13/2010	4/13/2010	(1,802.46)	Ready to Pay
608787	Verizon Select Services Inc	2710284	2710284	CMN66801VIW	5/5/2010	5/5/2010	(1,197.96)	Ready to Pay
608787	Verizon Select Services Inc	7001100095	B1534384	VJ12180012	1/7/2010	2/6/2010	128.00	Ready to Pay
608787	Verizon Select Services Inc	2611274	2611274	CSCSS00163F	11/18/2009	12/18/2009	570.00	Ready to Pay
628144	Verizon Select Services Inc	2677165	2677165	S0168023	2/18/2010	3/20/2010	645.00	Ready to Pay
608787	Verizon Select Services Inc	2607378	2607378	CSCSS00163F	11/13/2009	12/13/2009	1,950.00	Ready to Pay
645437	Verizon Select Services Inc	2691439	2691439	CMN87472VIE	3/16/2010	4/15/2010	4,268.48	Ready to Pay
628159	Verizon Select Services Inc	2690219	2690219	S7565197	3/12/2010	4/11/2010	6,138.72	Ready to Pay
645437	Verizon Select Services Inc	2695194	2695194	CMN87472VIE	3/23/2010	4/22/2010	18,097.28	Ready to Pay
645437	Verizon Select Services Inc	2718584	2718584	CME56770V1	6/4/2010	7/4/2010	19,072.20	Ready to Pay
608787	Verizon Select Services Inc	2629604	2629604	VJ12040023	12/8/2009	1/7/2010	19,910.47	Ready to Pay
608787	Verizon Select Services Inc	2692450	2692450	XNTID90955	3/17/2010	4/16/2010	25,122.57	Ready to Pay
608787	Verizon Select Services Inc	2630727	2630727	VJ12040027	12/9/2009	1/8/2010	25,356.87	Ready to Pay
628144	Verizon Select Services Inc	1400062677	2589742	S0168216	12/1/2009	11/27/2009	32,065.10	Ready to Pay
628144	Verizon Select Services Inc	2667263	2667263	S0168023	2/1/2010	3/3/2010	66,704.82	Ready to Pay
608787	Verizon Select Services Inc	2662218	2662218	VJ01120019	1/22/2010	2/21/2010	101,278.90	Ready to Pay
628144	Verizon Select Services Inc	1400053300	2427245	S0163066	6/9/2009	6/14/2009	124,888.88	Ready to Pay
628144	Verizon Select Services Inc	1400063091	2608994	S0168405	12/9/2009	12/15/2009	140,976.96	Ready to Pay
642515	Verizon Services Corp	2698160	2698160	4502915952	3/29/2010	4/28/2010	500.00	Ready to Pay
621100	Verizon Service Corp	2711202	2711202	C ME51872 VNF	5/7/2010	6/6/2010	47,031.00	Ready to Pay
621100	Verizon Service Corp	2699172	2699172	VJ08140018	4/1/2010	5/1/2010	73,578.75	Ready to Pay
621100	Verizon Service Corp	2727020	2727020	VJ08140018	7/1/2010	7/31/2010	73,578.75	Ready to Pay
621100	Verizon Service Corp	2699171	2699171	VJ08140018	4/1/2010	5/1/2010	117,197.38	Ready to Pay
621100	Verizon Service Corp	2727019	2727019	VJ08140018	7/1/2010	7/31/2010	117,197.38	Ready to Pay
621100	Verizon Service Corp	2727018	2727018	VJ08140018	7/1/2010	7/31/2010	143,652.77	Ready to Pay
642515	Verizon Services Corp	7001109437	B1620612	4502761776	3/16/2010	4/15/2010	79,284.00	Ready to Pay
642515	Verizon Services Corp	7001109447	B1620614	4502781790	3/16/2010	4/15/2010	85,472.00	Ready to Pay
635880	Verizon Network Integration Corp	2682934	2682934	CME61701VNF	3/1/2010	3/31/2010	153405.49	Ready to Pay

Ready to Pay

5,224,209.78