

SWITCH BUSINESS SOLUTIONS, LLC

SECOND AMENDMENT TO REVOCABLE RIGHTS-OF-WAY LICENSE AGREEMENT

This Second Amendment to Revocable Rights-of-Way License Agreement (“Amendment”) is made as of October 4, 2011 (the “Effective Date”), by and between Clark County, Nevada, a political subdivision of the State of Nevada (“County”) and Switch Business Solutions, LLC, a Nevada limited liability company (“Licensee”) authorized to do business in the State of Nevada.

RECITALS

A. Whereas, Licensee and County are parties to that certain Revocable Rights-of-Way License Agreement effective as of October 21, 2008 (the “ROW Agreement”); and

B. Whereas, on January 5, 2009, Licensee and County entered into and the County approved the First Amendment to the Revocable Rights-of-Way License Agreement (the “First Amendment”; the First Amendment and the ROW Agreement, collectively the “Amended ROW Agreement”), which expanded the right-of-way license service area and amended Section 2.7 of the ROW Agreement to allow Licensee to install electric power lines connecting its facilities to a nearby NV Energy substation in order to power its system; and

C. Whereas, Licensee desires to further expand its rights-of-way license service area to include additional rights-of-way by requesting an amendment to Exhibit B of the Amended ROW Agreement.

NOW THEREFORE, in consideration of the mutual promises, covenants and conditions hereinafter set forth, the parties hereto agree to as follows:

1. Defined Terms and Recitals. Capitalized terms not defined herein shall have the meaning given to them in the Amended ROW Agreement.
2. Amendment to Exhibit B. Exhibit B of the Amended ROW Agreement is hereby amended to include the streets and rights-of-way located within the area bounded by, and including the streets of, West Patrick Lane, South Las Vegas Boulevard, West Robindale Road, and South Rainbow Boulevard, as further identified in Exhibit 1 attached hereto.
3. Future Expansion of Service Area – If Licensee wishes to expand the license service area beyond the boundaries referred to in section 2 of the Amendment, Licensee agrees to apply for a franchise agreement pursuant to Chapter 5.01 of the Clark County Code that would, if granted, replace the Revocable Rights-of-Way License Agreement, as amended.
4. Ratification. Except as modified by this Amendment, the Amended ROW Agreement is hereby ratified and remains in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the Effective Date.

CLARK COUNTY BOARD OF COMMISSIONERS

By: 
SUSAN BRAGER, Chair

ATTEST:


DIANA ALBA, Clerk

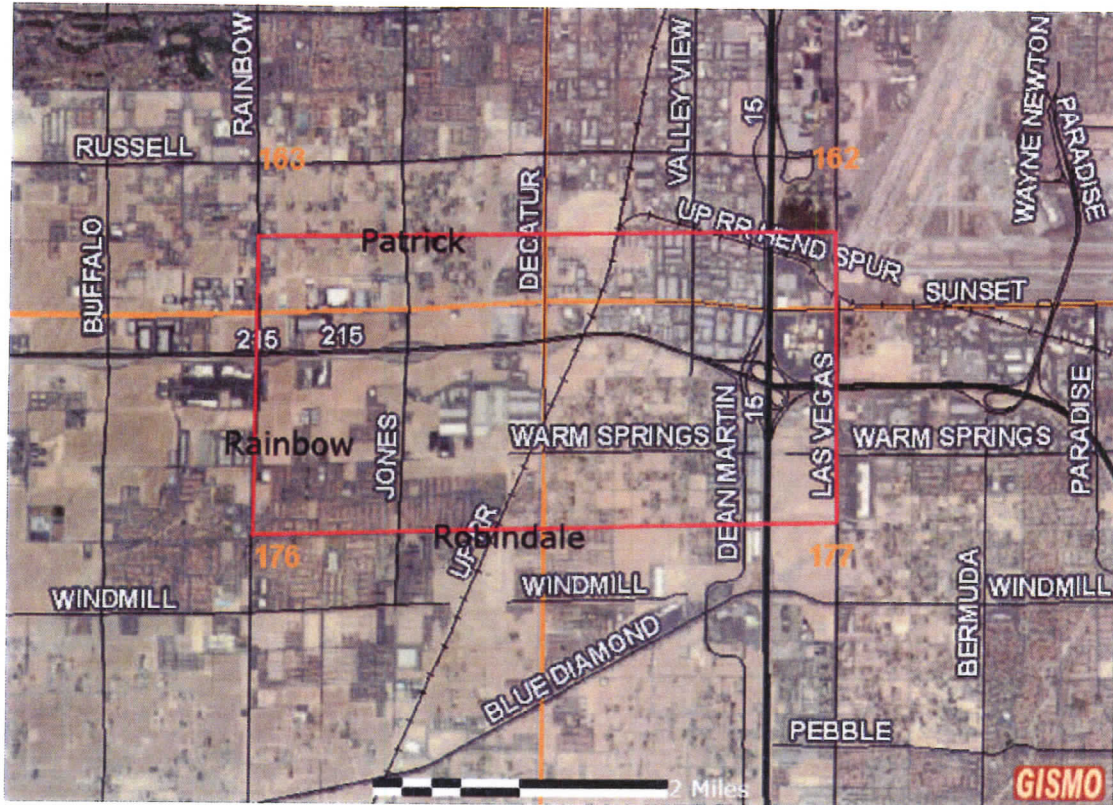
APPROVED AS TO FORM:
DISTRICT ATTORNEY


By: MARK WOOD
Deputy District Attorney

SWITCH BUSINESS SOLUTIONS, LLC


By: Name: ROB ROY
Title: Manager

EXHIBIT 1



Switch Business Solutions, LLC

ROW License Service Area

Boundary of W. Patrick Lane, S. Las Vegas Blvd., W. Robindale Rd. and S. Rainbow Blvd.