

**AMENDMENT NO. 3 TO LICENSE AGREEMENT
BETWEEN THE CITY OF ALEXANDRIA, VIRGINIA
AND ZAYO GROUP, LLC., DATED DECEMBER 1, 2018**

THIS AMENDMENT amends the License Agreement dated December 1, 2018, between Licensee, Zayo Group, LLC. (“Zayo”) and Licensor, the City of Alexandria, a municipal corporation of the Commonwealth of Virginia (“City”).

WHEREAS, on or about December 1, 2018, the City renewed Zayo’s existing License Agreement for term of five years; and

WHEREAS, on or about July 2020, City Council approved Amendment No. 1 to the License Agreement permitting Zayo to install fiber optic cable to the United States Patent and Trademark Office; and

WHEREAS, on or about September 2021, City Council approved Amendment No. 2 to the License Agreement permitting Zayo to install two conduit and fiber optic builds (a northern build of approximately 3,201 linear feet and a southern build of approximately 2,978 feet) to 701 East Glebe Road in the City; and

WHEREAS, Zayo has requested to amend the Agreement to install approximately 1,135 feet of conduit and fiber at 6161 Edsall Road and to install an additional 474 feet of conduit and fiber at the intersection of 3401 Eisenhower Avenue and Bluestone Road in the City for backhaul for wireless telecommunications services in the City; and

NOW THEREFORE, in consideration of the premises and mutual covenants contained herein, the Parties agree that:

1. Paragraph 2, Grant and Term of the License shall be amended to include an additional subparagraph (i) and (j) and that the amended paragraphs shall now read as follows:
2. Grant and Term of License:

(i) This License shall include installation of conduit and fiber starting at an existing Zayo handhole on the southside of Edsall Road located at 6000 Edsall Road. Zayo shall directionally bore 1,135 feet of new conduit and fiber westward on the south side of Edsall Road continuing to 6200 Edsall Road, then directionally bore 67 feet of new conduit and fiber across Edsall Road to place a new hand hole in the grass strip in front of 6161 Edsall Road.

Directional Drilling will be performed to place three (3) 1.5” HDPE conduits equipped with one (1) 264-count fiber optic cable Two (2) 2’x3’x’3’ handholes will be placed to connect the system and provide T-Mobile with a meet-me-point for their construction. Excavation of concrete sidewalk and asphalt will be required to test pit for existing utilities. See map attached as Exhibit 1.

(j) This License shall include installation of conduit and fiber beginning at an existing Zayo handhole at the northeast intersection of Eisenhower Avenue and Bluestone Road. Zayo shall directionally bore 474 feet of new conduit and fiber north on the east side of Blue Stone Road to a proposed handhole on the north side of

the entrance to 3201 Eisenhower Avenue. Directional drilling will be performed to place three (3) 1.5” HDPE conduits equipped with one (1) 48-ocunt fiber optic cable. One (1) 2’x3’x3’ handhole will be placed ot provide T-Mobile with a meet-me-point for their construction. Excavation of concrete sidewalk will be required to test pit for existing utilities. See map attached as Exhibit 2.

- 3. The remaining terms and conditions of the License Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 3 to the License Agreement.

CITY OF ALEXANDRIA, a municipal corporation of the Commonwealth of Virginia

ZAYO GROUP, LLC

By: _____
James Parajon, City Manager

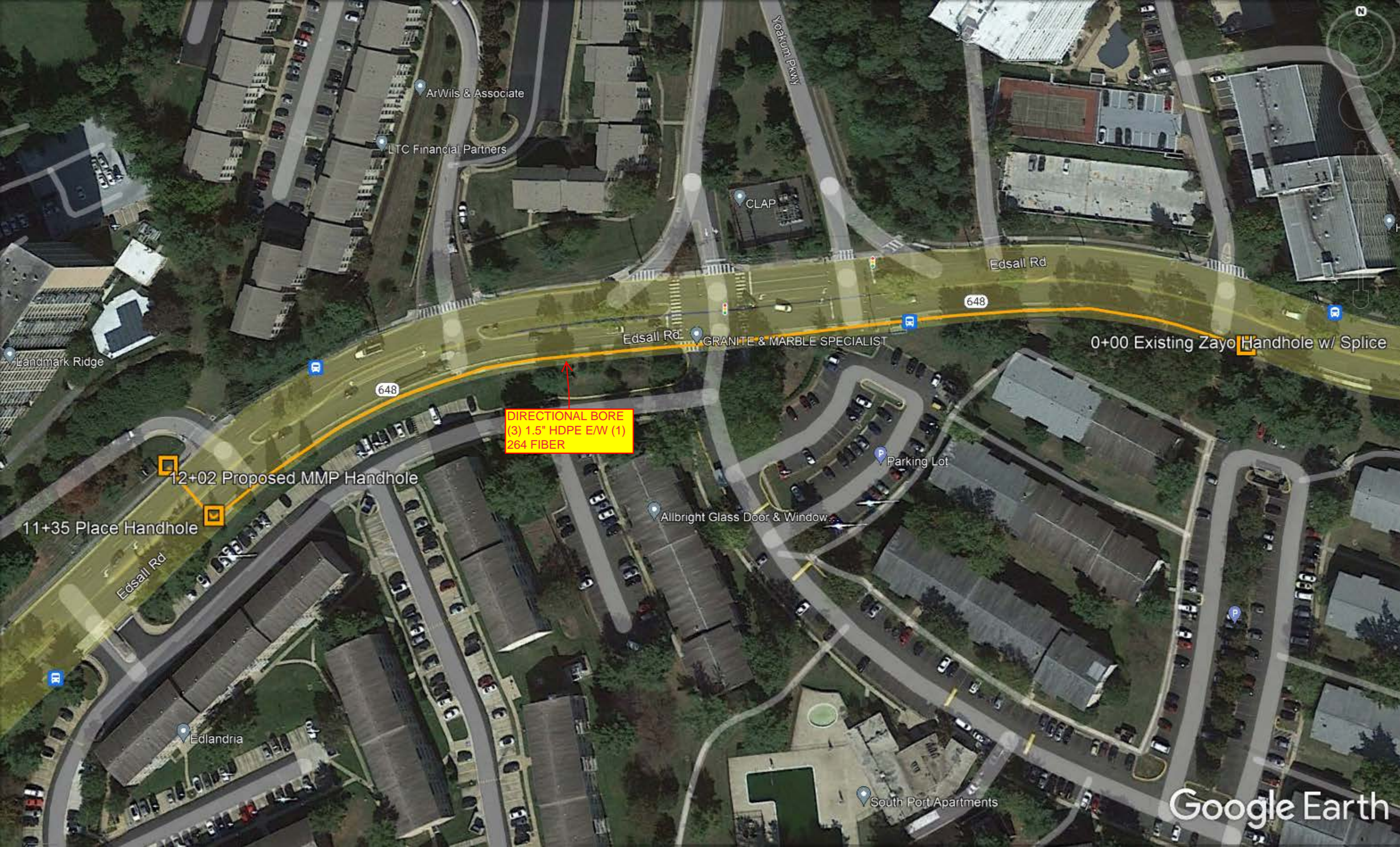
By: _____
Printed Name and Title:

Dated: _____

Dated: _____

Approved as to Form:

Karen S. Snow
Senior Assistant City Attorney

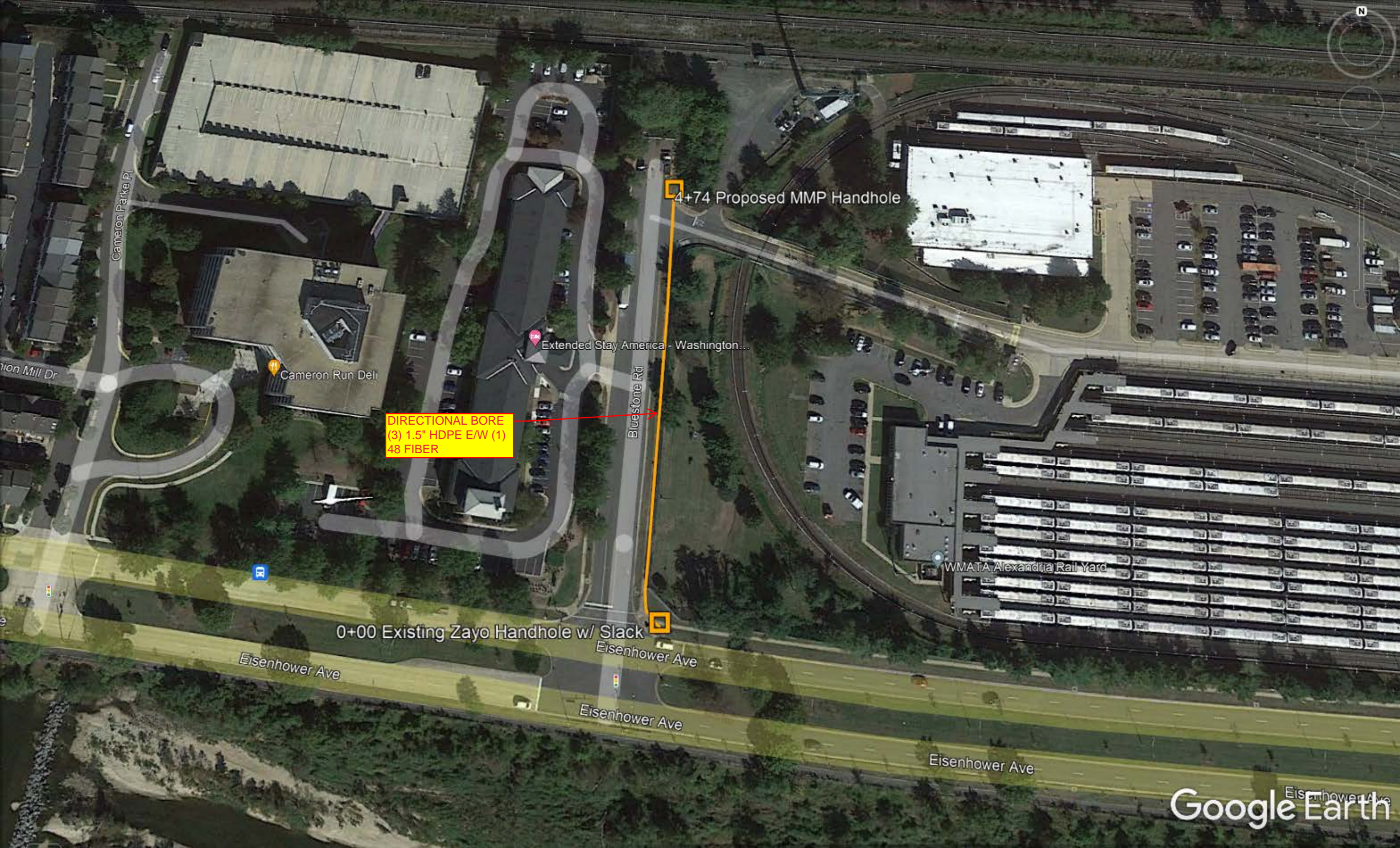


DIRECTIONAL BORE
(3) 1.5" HDPE E/W (1)
264 FIBER

12+02 Proposed MMP Handhole

11+35 Place Handhole

0+00 Existing Zayo Handhole w/ Splice



4+74 Proposed MMP Handhole

DIRECTIONAL BORE
(3) 1.5" HDPE E/W (1)
48 FIBER

0+00 Existing Zayo Handhole w/ Slack