

**Cable Officer's Report
On
CenturyLink Cable Franchise Application**

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 Written Testimony of Pete Rhodes
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 Council, AFL-CIO to CM Quincy
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Exhibit 1

Affidavit of Publication of Notice of Intent to Franchise

Finance & Commerce, Inc.

1 of 1

730 2nd Avenue S Suite 100
Minneapolis, MN 55402-2418
1 (612) 333-4244

COPY FOR YOUR RECORDS ONLY, NOT AFFIDAVIT OF PUBLICATION

City of Minneapolis - City Clerk
City Hall
350 S 5th St
Minneapolis, MN 55415-1316

* * * *

Official Publication NOTICE OF INTENT TO FRANCHISE CITY OF MINNEAPOLIS, MINNESOTA

(Published in
Finance & Commerce on
December 23 & 30, 2014)

The City will hold a public hearing to consider any franchise applications it receives before the Ways & Means Committee at 1:30 p.m. on February 23, 2015 in Room 317 City Hall, 350 South 5th Street, Minneapolis, MN 55415. All questions concerning the franchising process and any requests for information should be directed to Matt Laible, Cable Officer, Communications Department, 301M City Hall, 350 South 5th Street, Minneapolis, MN 55415 or

Matthew.Laible@minneapolismn.gov

ISSUED BY THE CITY OF
MINNEAPOLIS, MINNESOTA.
10658181

Please Read Carefully

Finance & Commerce, Inc. is not responsible for errors or omissions after the First Run Date. If any errors, contact 1 (612) 333-4244. Attorneys placing legal advertisements are responsible for payment of same.

The City of Minneapolis, Minnesota (the "City") hereby gives notice of intent to consider an application for a franchise from qualified entities that are interested in constructing a cable system and providing cable service within the territorial limits of the City. Notarized applications that contain all of the information required by Minn. Stat. § 238.081, Subd. 4 and local policies and procedures, and that comply with all state and local requirements must be received by 4:00 p.m. on January 20, 2015, at Communications Department, 301M City Hall, 350 South 5th Street, Minneapolis, MN 55415. Each franchise application must be accompanied by an application fee in the amount of \$40,000.00. This fee shall be paid to the City via a certified check made payable to City of Minneapolis.

Every franchise proposal submitted by an applicant must include a design for a state-of-the-art cable system that is capable of reliably providing a panoply of cable services to subscribers. In reviewing each applicant's franchise application, the City will consider all relevant factors, including, but not limited to: (i) comparisons of the level, quality and nature of cable services proposed by the applicant to that provided by the incumbent cable system operation; (ii) the cable-related needs and interests of the community, as identified solely by the City; and (iii) information regarding industry trends, state-of-the-art technologies, modern cable services and other related information.

| | |
|---------------------|--|
| PO # | |
| Order # | 10658181 |
| Placement | Finance and Commerce (MN) Government Other |
| Schedule | 12/23/2014 - 12/30/2014 |
| # of Times | 2 inserts |
| Base Charge* | 101.50 |
| Add'l Charges/Disc* | 0.00 |
| Payment Amount | 0.00 |
| AMOUNT DUE: | 101.50 |

ORDER KEYWORDS:

INTENT TO FRANCHISE RE:
CONSTRUCTING A CABLE SYSTEM

Anchor Rate: \$60.64
Subsequent Rate: \$40.86

**Changes to this order may result in pricing changes.*

Exhibit 2

CenturyLink Franchise Application



Mary Ferguson LaFave
Director Public Policy
Phone 612-663-6913

HAND DELIVERED

January 20, 2015

Matt Laible
Interim Communications Director
City of Minneapolis
350 S. 5th Street
Room 301M
Minneapolis, MN 55415

Re: Response of Qwest Broadband Services, Inc. d/b/a CenturyLink to the Notice of Intent to Franchise Published by the City of Minneapolis, Minnesota

Dear Mr. Laible:

In response to the City of Minneapolis' published notice of Intent to Franchise on December 23 and 30, 2014, enclosed please find Qwest Broadband Services, Inc., d/b/a CenturyLink's notarized application for a cable communications franchise with the City of Minneapolis. Also enclosed please find a check in the amount of \$40,000.00 payable to the City of Minneapolis in full payment of the requisite franchise application filing fee.

Please do not hesitate to contact me or any other designated representative of the Company if you have any questions. CenturyLink looks forward to working with the City and bringing facilities based video competition to the citizens of Minneapolis.

Very truly yours,

A handwritten signature in black ink, appearing to read "Mary Ferguson LaFave".

Mary Ferguson LaFave

Cc: Peter Ginder, Esq. (hand delivered)
Mike Bradley, Esq. (sent via e-mail)

200 South 5th Street, Room 2200
Minneapolis, MN 55402
www.centurylink.com

**QWEST BROADBAND SERVICES, INC., D/B/A CENTURYLINK
APPLICATION FOR A COMPETITIVE CABLE COMMUNICATIONS FRANCHISE
IN THE CITY OF MINNEAPOLIS**

Qwest Broadband Services, Inc., d/b/a CenturyLink ("CenturyLink") respectfully files this application for a competitive cable communications franchise to provide cable communications services in the City of Minneapolis. The following sets forth the information required to be submitted in an application in accordance with Section 5 of Ref. No. 265879.1 presented to the Minneapolis City Council on May 5, 2000 and Minn. Stat. §238.081, Subd. 4.

Franchise Applicant: Qwest Broadband Services, Inc. d/b/a CenturyLink ("CenturyLink"), a Delaware corporation, seeks a competitive cable communications franchise to offer cable communications services in the City of Minneapolis.

Applicant's Representatives: The following individuals may be contacted for further information about this application:

- (a) Mary Ferguson LaFave, 200 S. 5th St., 21st Floor, Minneapolis, MN 55402; Tel: 612-663-6913
- (b) James P. Campbell, 1801 California Street, 10th Floor, Denver, CO 80202; Tel: 303-992-5811
- (c) Andrew Schriener, 200 S. 5th Street, 21st Floor, Minneapolis, MN 55402; Tel: 512-663-6930

Channels: CenturyLink's cable communications system will be fully digital. While the ultimate channel lineup has not been finalized at this time, attached hereto as Exhibit 1 is a sample channel line up from another jurisdiction (Phoenix, Arizona) in which CenturyLink offers its cable communications service, Prism™. CenturyLink will provide the City with a copy of the actual channel lineup prior to launching service in Minneapolis. It should be noted that currently CenturyLink offers more channels in HD than any other MVPD nationally. It also provides a robust library of Video on Demand content. Lastly, it will carry all of the City's eight Public Educational and Government access channels in HD if the City so elects.

FCC Authorization: In accordance with 47 C.F.R. §76.1801, CenturyLink will file a Form 322 with the FCC to obtain a Community Identification Number (CUID) prior to offering service in Minneapolis.

Cable Communications System and Operation

CenturyLink has two "super head ends", one located in Columbia, Missouri and one in Littleton, Colorado and each super head end has a satellite "farm" used to download national content. These two super head ends provide redundancy, i.e., should an emergency interrupt service at one super head end, and then the other head end will be used to provide the national content. The national content is encoded and then deployed over diverse 10 Gig fiber circuits to the local head where the local content, including public, educational and government access channels, is inserted for ultimate delivery to end users. Minneapolis's primary super head end is in Columbia, Missouri and the local head end will be located in Golden Valley, Minnesota. CenturyLink will pick up the local broadcast signals via fiber circuits and will also capture those signals by antennae located at the local head end as a back-up, precautionary measure.

CenturyLink will deploy its cable communications service, Prism, over facilities owned by an affiliated company, Qwest Corporation, d/b/a CenturyLink (QC). Prism is a switched digital service and is Ethernet based (it is not a QAM based, broadcast service). The fact that the service is switched digital

and Ethernet based enables CenturyLink to offer unique features and functions, e.g., warp channel change, not generally available over more traditional cable systems, as more fully detailed below.

Currently, two network architectural designs are used to deliver Prism to subscribers: fiber to the node (FTTN) and fiber to the premises (FTTP), but the quality of the cable communications service is of the same high, technical quality regardless of the underlying network architecture. For FTTN, CenturyLink deploys fiber from a serving central office to a remote terminal in a neighborhood. The remote terminal houses the electronics (currently VDSL2) and such electronics create a broadband stream to individual addresses of up to 40Mbps (80Mbps if using pair bonding) over a copper subloop. For FTTP, there is fiber connectivity from the serving central office to a distinct address/location via an optical loop terminal (OLT) and this fiber connection will support broadband speeds of up to One Gbps. A set-top box is required for each television in a home to receive Prism. CenturyLink recently introduced a wireless set top box which enables the end user to move Prism to any location such as the patio or garage.

QC is the traditional telecommunications provider in Minneapolis. It has and will continue to pull all necessary permits and comply with all Minneapolis rules, codes and ordinances associated with access to and presence in the public rights of way.

CenturyLink is targeting an initial service launch in the second or third quarter 2015. CenturyLink will notify the City prior to commercially launching Prism in Minneapolis.

Prism Features and Functions:

As noted above, we have attached a sample channel line up from another market. This illustrates the vast selection of content available to subscribers. Because our system is IP based, we offer unique applications available via the television set such as access to Facebook and Picasa. In addition, search and streaming services are available which enable viewers to search for the cheapest gasoline within a specified area or to stream selected stock market quotes. We also have an ever increasing video on demand library. Prism is a state of the art offering and its features and functions also include, but are not limited to: (1) whole home DVR; (2) warp speed channel change; (3) find-it fast navigation, (4) multi-view (4 shows on one screen); (5) personal media sharing; (6) interactive news and information dashboard; (7) Prism on the Go (select content available over mobile devices such as smart phones and tablets); and (8) advanced parental controls. By going to the following URL, you can “experience” the features and functions of Prism through a short demonstration: <http://www.centurylink.com/prismtv/#index.html>.

Access Channels:

We will provide the same number of Access Channels as the incumbent cable communications provider and we will collect and remit the same amount of Access Channel monetary support from our subscribers as the incumbent cable communications provider. Because of the difference in technology between our system and the incumbent’s, we cannot interconnect with the incumbent for purposes of providing Access Channels. Rather, we will deploy fiber facilities between our head end and the City’s point(s) of origination to acquire the Access Channel content and insert it into our line-up. We will provide the Access Channels standard definition and will also provide them in high definition if the City so chooses. In addition to all the above, CenturyLink will make up to 25 hours of Access Channel

content available on a server so that subscribers can access and watch Access Channel content, selected by the City, on our video on demand service.

Pricing and Standard Installation:

The attached Exhibit 2 is a sample of the pricing for Prism packages in another market. In advance of commercial launch in Minneapolis, CenturyLink will provide the city the pricing for various Prism packages that will be offered in Minneapolis.

CenturyLink will provide Prism service to all qualified households within seven days. CenturyLink does not have “non-standard” installation, i.e., the provision of service at an additional construction cost to the subscriber. Qualification for Prism service is purely a technical issue – it is not possible to pay an additional amount to qualify for the service.

Service to Government and Educational Facilities

CenturyLink will provide expanded basic service to all government buildings, schools and public libraries located in the City, so long as these government addresses are within the footprint of locations capable of receiving cable communications service from CenturyLink and no other cable communications provider is providing service at such location.

Initial Deployment and Availability of Prism

When CenturyLink begins to offer Prism commercially in Minneapolis, Prism will be available to over thirty percent of the households in the City. Turning up service in Minneapolis represents a very significant capital investment by the Company even though it has zero revenue-generating customers and its direct competitor has one hundred percent of the facilities based cable subscribers in the City. Further deployment will be driven by success in the market, i.e., as we win customers we will use that new revenue stream to invest in further deployment and broader availability of Prism throughout the City. As set forth in the franchise, CenturyLink will meet periodically with the City to review its current deployment footprint and to outline its plans in the upcoming quarter(s) for additional deployment. This market success deployment model is expressly supported by the FCC and has been adopted by other cities in the State of Minnesota.

CenturyLink’s Managerial and Technical Expertise in the Provision of Cable Communications Services to Consumers

CenturyLink has been offering Prism since 2008 when it initially launched its service in Lacrosse, Wisconsin and has continued to expand to its Prism footprint since that time. Prism is currently available in 13 markets. The attached Exhibit 3 is a list of the markets in which CenturyLink offers Prism pursuant to either statewide franchise statutes or locally negotiated, competitive franchises. In addition, the Company offers an analog product in smaller markets in Wisconsin and Iowa.

CenturyLink has upgraded and/or deployed new facilities, including fiber to the premises, so that it is capable of offering service to over 2.3 million homes. CenturyLink has approximately 300,000 Prism customers and continues to bring on new subscribers daily.

As it relates to content acquisition, CenturyLink is a member of the NCTC and obtains some of its content through that cooperative. In addition, it negotiates directly for access to about forty percent of its content.

The two super head ends as well as the local head ends all contain state of the art facilities for purposes of acquiring, processing and distribution of content to its end users whether through its Prism product or its Prism Everywhere offering.

Organizational Structure:

Applicant's ultimate parent company is CenturyLink, Inc., a Louisiana corporation headquartered in Monroe, Louisiana and through its subsidiaries owns 100% of Qwest Broadband Services, Inc. d/b/a CenturyLink.

CenturyLink, Inc. is the third largest telecommunications company in the United States and is recognized as a leader in the network services market by technology industry analyst firms. The Company is a global leader in cloud infrastructure and hosted IT solutions for enterprise customers. CenturyLink provides data, voice and managed services in local, national and select international markets through its high-quality advanced fiber optic network and multiple data centers for businesses and consumers. The company also offers advanced entertainment services under the CenturyLink® Prism™ TV and DIRECTV brands. Headquartered in Monroe, La., CenturyLink is an S&P 500 company and is included among the Fortune 500 list of America's largest corporations. A copy of CenturyLink's most recent 10-K can be obtained by clicking on the following URL:

<http://www.sec.gov/Archives/edgar/data/18926/000144530514000656/ctl-2013123110k.htm>

The following sets forth the corporate leadership of Qwest Broadband Services, Inc., d/b/a CenturyLink:

Qwest Broadband Services, Inc. - (Delaware Domestic)

Directors: R. Stewart Ewing, Jr.
Stacey W. Goff

Officers:

| | |
|--|------------------------|
| Chief Executive Officer and President | Glen F. Post, III |
| President Global Markets | Karen A. Puckett |
| Executive Vice President and Chief Financial Officer | R. Stewart Ewing, Jr. |
| Executive Vice President, General Counsel | Stacey W. Goff |
| President IT Services and New Market Development | Girish Varma |
| Executive Vice President – Public Policy and Government Relations | R. Steven Davis |
| President – Wholesale Operations | William E. Cheek |
| Executive Vice President – Controller and Operations Support | David D. Cole |
| Executive Vice President – Network Services..... | Maxine Moreau |
| Vice President and Treasurer | Glynn E. Williams, Jr. |
| Vice President | Jonathan J. Robinson |
| Secretary | Kay Buchart |
| Assistant Secretary | Joan E. Randazzo |
| Assistant Secretary | Meagan E. Messina |

Financial Capability:

CenturyLink will make an initial capital investment of well over \$125 million to bring Prism to the Twin Cities. This investment includes, but is not limited to, a new head end, deployment of new facilities and upgrade of existing facilities.

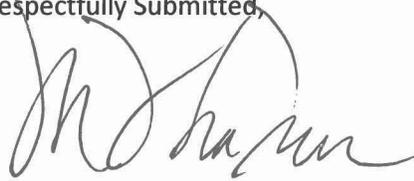
Indemnification:

CenturyLink will include the following provision in its franchise with the City of Minneapolis:

Grantee shall contemporaneously with this Franchise execute an Indemnity Agreement in a form acceptable to the City, which shall indemnify, defend and hold the City harmless for any claim for injury, damage, loss, liability, cost or expense, including court and appeal costs and reasonable attorneys' fees or reasonable expenses arising out of the actions of the City in granting this Franchise.

This obligation includes any claims by another franchised cable operator against the City that the terms and conditions of this Franchise are less burdensome than another franchise granted by the city or that this Franchise does not satisfy the requirements of applicable state law(s).

Respectfully Submitted,



Qwest Broadband Services, Inc. d/b/a CenturyLink
By: Mary Ferguson LaFave

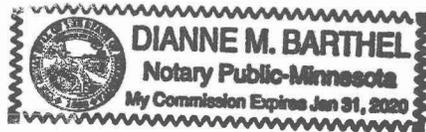
Subscribed and sworn to before me

this 20th day of January, 2015.



Notary Public

My Commission Expires: Jan 31, 2020





Phoenix Channel Lineup

Contact CenturyLink

Sales: 877-299-0172

Support: 866-314-4148

Prism™ Essential

| | | | | | |
|------|--------------------------------------|------|----------------------------|------|--------------------------------|
| 3 | 3TV (KTVK) | 1129 | FX HD | 1045 | My Network TV HD (KUTPDT) |
| 1003 | 3TV HD (KTVKDT) | 129 | FX | 1266 | National Geographic Channel HD |
| 1167 | A&E HD | 1131 | FXX HD | 266 | National Geographic Channel |
| 167 | A&E | 131 | FXX | 12 | NBC (KPNX) |
| 15 | ABC (KNXV) | 4004 | Galavision HD | 1012 | NBC HD (KPNXDT) |
| 1179 | ABC Family HD | 3004 | Galavision | 1640 | NBC SN HD |
| 179 | ABC Family | 36 | GetTV (KFPHDT2) | 640 | NBC SN |
| 1015 | ABC HD (KNXVDT) | 1641 | Golf Channel HD | 20 | NBC Weather Plus (KPNXDT2) |
| 1796 | AMC HD | 641 | Golf Channel | 1630 | NFL Network HD |
| 796 | AMC | 1176 | Hallmark Channel HD | 630 | NFL Network |
| 16 | Antenna TV (KNXVDT2) | 176 | Hallmark Channel | 629 | NFL RedZone (Pay Per View) |
| 1105 | AXS TV | 1106 | HDNet Movies | 1629 | NFL RedZone HD (Pay Per View) |
| 13 | AZ-TV (KAZT) | 1451 | HGTV HD | 1638 | NHL Network HD |
| 1013 | AZ-TV HD (KAZTDT) | 451 | HGTV | 638 | NHL Network |
| 41 | Azteca America (KPDFCA) | 271 | History | 1314 | Nickelodeon HD |
| 310 | Baby First TV | 1203 | HLN HD | 314 | Nickelodeon |
| 1156 | BET HD | 203 | HLN | 1368 | Oxygen HD |
| 156 | BET | 1422 | Home Shopping Network HD | 368 | Oxygen |
| 1222 | Bloomberg HD | 19 | Home Shopping Network | 1683 | PAC 12 Arizona HD |
| 222 | Bloomberg | 422 | Home Shopping Network | 683 | PAC 12 Arizona |
| 327 | Boomerang | 1261 | ID HD | 106 | Pay Per View Events HD |
| 1182 | Bravo HD | 261 | ID | 1101 | Pay Per View Events HD |
| 182 | Bravo | 51 | ION (KPPX) | 101 | Pay Per View Events |
| 1650 | BTN HD | 1051 | ION HD (KPPXDT) | 8 | PBS Eight (KAET) |
| 650 | BTN | 1428 | Jewelry Television HD | 1008 | PBS Eight HD (KAETDT) |
| 1651 | BTN2 HD | 17 | Jewelry Television | 8006 | Phoenix Educational Access |
| 651 | BTN2 | 428 | Jewelry Television | 8005 | Phoenix Government Access |
| 1652 | BTN3 HD | 1168 | Justice Central HD | 8014 | Pinal County Government Access |
| 652 | BTN3 | 168 | Justice Central | 9161 | Premier League Extra Time 1 HD |
| 1230 | C-SPAN HD | 4 | KPHO Weather Now (KPHODT2) | 9151 | Premier League Extra Time 1 |
| 230 | C-SPAN | 1361 | Lifetime HD | 9162 | Premier League Extra Time 2 HD |
| 1231 | C-SPAN2 HD | 361 | Lifetime | 9152 | Premier League Extra Time 2 |
| 231 | C-SPAN2 | 364 | Lifetime Real Women | 9163 | Premier League Extra Time 3 HD |
| 1327 | Cartoon Network HD | 1362 | LMN HD | 9153 | Premier League Extra Time 3 |
| 326 | Cartoon Network | 362 | LMN | 9164 | Premier League Extra Time 4 HD |
| 5 | CBS (KPHO) | 5129 | MC 770s | 9154 | Premier League Extra Time 4 |
| 1005 | CBS HD (KPHODT) | 5128 | MC 780s | 9165 | Premier League Extra Time 5 HD |
| 411 | CenturyLink Information | 5127 | MC 790s | 9155 | Premier League Extra Time 5 |
| 1411 | CenturyLink Information | 5116 | MC Adult Alternative | 90 | Prism Applications |
| 8015 | City of Casa Grande | 5115 | MC Alternative | 92 | Prism Games |
| 8003 | City of Chandler Educational Access | 5146 | MC Blues | 301 | Prism Kids |
| 8002 | City of Chandler Government Access | 5134 | MC Classic Country | 201 | Prism News |
| 8004 | City of Gilbert Government Access | 5118 | MC Classic Rock | 11 | Prism PEG Channels |
| 8007 | City of Glendale Government Access | 5149 | MC Classical Masterpieces | 601 | Prism Sports |
| 8008 | City of Maricopa Government Access | 5135 | MC Contemporary Christian | 1420 | QVC HD |
| 8010 | City of Mesa Educational Access | 5133 | MC Country Hits | 18 | QVC |
| 8011 | City of Mesa Government Access | 5103 | MC Dance | 420 | QVC |
| 8009 | City of Peoria Government Access | 5148 | MC Easy Listening | 1799 | Reelz Channel HD |
| 8001 | City of Scottsdale Government Access | 5111 | MC Gospel | 799 | Reelz Channel |
| 8013 | City of Surprise Government Access | 5105 | MC Hip-Hop and R&B | 1424 | ShopHQ HD |
| 8012 | City of Tempe Government Access | 5107 | MC Hip-Hop Classics | 424 | ShopHQ |
| 1526 | CMT HD | 5101 | MC Hit List | 1146 | Spike TV HD |
| 526 | CMT | 5104 | MC Indie | 146 | Spike TV |
| 1216 | CNBC HD | 5145 | MC Jazz | 1337 | Sprout HD |
| 216 | CNBC | 5124 | MC Kidz Only! | 337 | Sprout |
| 1202 | CNN HD | 5150 | MC Light Classical | 1152 | Syfy HD |
| 202 | CNN | 5120 | MC Love Songs | 152 | Syfy |
| 1141 | Comedy Central HD | 5114 | MC Metal | 21 | TBN (KPAZ) |
| 141 | Comedy Central | 5138 | MC Mexicana | 1560 | TBN HD |
| 48 | Daystar (KDTP) | 5137 | MC Musica Urbana | 560 | TBN |
| 1121 | Discovery Channel HD | 5122 | MC Party Favorites | 1113 | TBS HD |
| 121 | Discovery Channel | 5131 | MC Pop Country | 113 | TBS |
| 1303 | Disney Channel HD | 5121 | MC Pop Hits | 5123 | Teen MC |
| 303 | Disney Channel | 5136 | MC Pop Latino | 39 | Telemundo (KTAZ) |
| 9999 | DVR | 5102 | MC Pop Rhythmic | 3007 | Telemundo (KTAZ) |
| 8016 | Dysart Schools Educational Access | 5109 | MC R&B Classics | 1039 | Telemundo HD (KTAZDT) |
| 1134 | E! HD | 5110 | MC R&B Soul | 6 | The CW (KASW) |
| 135 | E! | 5106 | MC Rap | 1006 | The CW HD (KASWDT) |
| 9 | Eight Life (KAETDT2) | 5112 | MC Reggae | 1225 | The Weather Channel HD |
| 7 | Eight World (KAETDT3) | 5117 | MC Rock Hits | 225 | The Weather Channel |
| 603 | ESPN Classic | 5113 | MC Rock | 2 | This TV (KTVKDT2) |
| 1602 | ESPN HD | 5140 | MC Romances | 1251 | TLC HD |
| 27 | ESPN | 5147 | MC Singers & Swing | 251 | TLC |
| 602 | ESPN | 5144 | MC Smooth Jazz | 1109 | TNT HD |
| 1606 | ESPN2 HD | 5119 | MC Soft Rock | 109 | TNT |
| 28 | ESPN2 | 5130 | MC Solid Gold Oldies | 1255 | Travel Channel HD |
| 606 | ESPN2 | 5141 | MC Sounds of the Seasons | 255 | Travel Channel |
| 1562 | EWTN HD | 5143 | MC Soundscapes | 1164 | truTV HD |
| 562 | EWTN | 5142 | MC Stage & Screen | 165 | truTV |
| 40 | Exitos (KTAZDT2) | 5108 | MC Throwback Jams | 1139 | TV Land HD |
| 1453 | Food Network HD | 5132 | MC Today's Country | 139 | TV Land |
| 453 | Food Network | 5125 | MC Toddler Tunes | 44 | TV44 (KPHELD) |
| 10 | FOX (KSAZ) | 5139 | MC Tropicales | 35 | UniMas (KFPH) |
| 1010 | FOX HD (KSAZDT) | 5126 | MC Y2K | 4005 | UniMas HD |
| 1210 | FOX News Channel HD | 14 | Me-TV (KAZTDT2) | 33 | Univision (KTWV) |
| 210 | FOX News Channel | 1634 | MLB Network HD | 1033 | Univision HD (KTWVDT) |
| 1620 | FOX Sports 1 HD | 634 | MLB Network | 1125 | USA Network HD |
| 620 | FOX Sports 1 | 46 | Movies! (KUTPDT2) | 125 | USA Network |
| 9002 | FOX Sports Pay Per View HD | 1215 | MSNBC HD | 1102 | Velocity HD |
| 9001 | FOX Sports Pay Per View | 215 | MSNBC | 1519 | VH1 HD |
| 1762 | FS Arizona HD | 1503 | MTV HD | 519 | VH1 |
| 1763 | FS Arizona Plus HD | 503 | MTV | 1 | Video On Demand |
| 763 | FS Arizona Plus | 193 | Mun2 | 1180 | WGN HD |
| 762 | FS Arizona | 45 | My Network TV (KUTP) | 180 | WGN |

Prism™ Complete

Includes Prism™ Essential Plan channels.

| | | |
|---------------------------------|-------------------------------------|-------------------------------|
| 1259 American Heroes Channel HD | 381 Esquire TV | 505 MTV2 |
| 259 American Heroes Channel | 1211 FOX Business Network HD | 315 Nick 2 |
| 1253 Animal Planet HD | 211 FOX Business Network | 1320 Nick Jr HD |
| 253 Animal Planet | 647 FOX College Sports Atlantic | 320 Nick Jr |
| 1188 BBC America HD | 648 FOX College Sports Central | 1316 Nicktoons HD |
| 188 BBC America | 649 FOX College Sports Pacific | 316 Nicktoons |
| 567 BYU TV | 1621 FOX Sports 2 HD | 1185 NUVOTv HD |
| 1643 CBS Sports HD | 621 FOX Sports 2 | 185 NUVOTv |
| 643 CBS Sports | 1535 Fuse HD | 1256 Oprah Winfrey Network HD |
| 515 Centric | 535 Fuse | 257 Oprah Winfrey Network |
| 153 Chiller | 1792 FX Movie Channel HD | 1680 Outdoor Channel HD |
| 161 Cloo | 792 FX Movie Channel | 680 Outdoor Channel |
| 527 CMT Pure Country | 1272 FYI HD | 1531 Ovation HD |
| 1456 Cooking Channel HD | 272 FYI | 531 Ovation |
| 456 Cooking Channel | 1529 Great American Country HD | 1258 SCIENCE HD |
| 1465 Destination America HD | 529 Great American Country | 258 SCIENCE |
| 465 Destination America | 1174 GSN HD | 1642 Sportsman Channel HD |
| 1335 Discovery Family HD | 174 GSN | 642 Sportsman Channel |
| 335 Discovery Family | 1274 H2 HD | 322 Teen Nick |
| 1307 Disney Junior HD | 274 H2 | 507 Tr3s |
| 307 Disney Junior | 1794 Hallmark Movies & Mysteries HD | 1790 Turner Classic Movies HD |
| 1305 Disney XD HD | 794 Hallmark Movies & Mysteries | 790 Turner Classic Movies |
| 305 Disney XD | 1797 IFC HD | 1157 TV One HD |
| 1454 DIY Network HD | 798 IFC | 157 TV One |
| 454 DIY Network | 564 Inspiration Network | 1104 Universal HD |
| 1604 ESPN News HD | 466 Life | 521 VH1 Classic |
| 604 ESPN News | 184 Logo | 522 VH1 Soul |
| 1605 ESPNU HD | 509 MTV Hits | 1372 WE tv HD |
| 605 ESPNU | 510 MTV U | 373 WE tv |
| 1380 Esquire TV HD | 1505 MTV2 HD | 132 Youtoo America |

Prism™ Preferred

Includes Prism™ Complete Plan channels.

| | | |
|-------------------------------------|----------------------------------|---------------------------------|
| 220 Al Jazeera America | 1172 MyDestination.TV HD | 1852 Showtime HD (E) |
| 159 ASPIRE | 172 MyDestination.TV | 1853 Showtime HD (W) |
| 1470 AWE HD | 1264 NASA TV HD | 864 Showtime Next (E) |
| 470 AWE | 284 NASA TV | 865 Showtime Next (W) |
| 1219 BBC World News HD | 1267 Nat Geo Wild HD | 1864 Showtime Next HD (E) |
| 219 BBC World News | 267 Nat Geo Wild | 1865 Showtime Next HD (W) |
| 1540 Blue Highways TV HD | 1209 One America News Network HD | 880 Showtime On Demand |
| 540 Blue Highways TV | 209 One America News Network | 1880 Showtime On Demand |
| 1232 C-SPAN3 HD | 1678 Outside TV HD | 856 Showtime Showcase (E) |
| 232 C-SPAN3 | 678 Outside TV | 857 Showtime Showcase (W) |
| 1169 Cars.TV HD | 1684 PAC 12 Bay Area HD | 1856 Showtime Showcase HD (E) |
| 169 Cars.TV | 684 PAC 12 Bay Area | 1857 Showtime Showcase HD (W) |
| 217 CNBC World | 1685 PAC 12 Los Angeles HD | 866 Showtime Women (E) |
| 205 CNNi | 685 PAC 12 Los Angeles | 867 Showtime Women (W) |
| 1142 Comedy.TV HD | 1686 PAC 12 Mountain HD | 1866 Showtime Women HD (E) |
| 142 Comedy.TV | 686 PAC 12 Mountain | 1867 Showtime Women HD (W) |
| 1163 Crime & Investigation HD | 1687 PAC 12 Oregon HD | 118 Smithsonian Channel (E) |
| 163 Crime & Investigation | 687 PAC 12 Oregon | 119 Smithsonian Channel (W) |
| 263 DoD News | 1688 PAC 12 Washington HD | 1118 Smithsonian Channel HD (E) |
| 932 ENCORE (E) | 688 PAC 12 Washington | 1119 Smithsonian Channel HD (W) |
| 933 ENCORE (W) | 1682 PAC12 Network HD | 1791 Sony Movie Channel HD |
| 938 ENCORE Action (E) | 682 PAC12 Network | 791 Sony Movie Channel |
| 939 ENCORE Action (W) | 1170 Pets.TV HD | 902 Starz! (E) |
| 1938 Encore Action HD (E) | 170 Pets.TV | 903 Starz! (W) |
| 942 ENCORE Black (E) | 1492 Pivot HD | 908 Starz! Cinema (E) |
| 943 ENCORE Black (W) | 492 Pivot | 909 Starz! Cinema (W) |
| 1942 Encore Black HD (E) | 1787 PixL HD | 1908 Starz! Cinema HD (E) |
| 934 ENCORE Classic (E) | 787 PixL | 910 Starz! Comedy (E) |
| 935 ENCORE Classic (W) | 1458 Recipe.TV HD | 911 Starz! Comedy (W) |
| 1934 ENCORE Classic HD (E) | 458 Recipe.TV | 1910 Starz! Comedy HD (E) |
| 946 ENCORE Espanol | 1916 Retroplex HD | 904 Starz! Edge (E) |
| 944 ENCORE Family (E) | 916 Retroplex | 905 Starz! Edge (W) |
| 945 ENCORE Family (W) | 1538 Revolt HD | 1904 Starz! Edge HD |
| 1932 Encore HD (E) | 538 Revolt | 1902 Starz! HD (E) |
| 1933 Encore HD (W) | 1476 RFD TV HD | 1903 Starz! HD (W) |
| 951 ENCORE On Demand | 476 RFD TV | 906 Starz! In Black (E) |
| 1951 Encore On Demand | 474 RLTV | 907 Starz! In Black (W) |
| 936 ENCORE Suspense (E) | 1607 SEC Network HD | 1906 Starz! In Black HD |
| 937 ENCORE Suspense (W) | 1608 SEC Network Overflow 1 HD | 912 Starz! Kids and Family (E) |
| 1936 ENCORE Suspense HD (E) | 608 SEC Network Overflow 1 | 913 Starz! Kids and Family (W) |
| 940 ENCORE Westerns (E) | 1609 SEC Network Overflow 2 HD | 1912 Starz! Kids and Family HD |
| 941 ENCORE Westerns (W) | 609 SEC Network Overflow 2 | 931 Starz! On Demand |
| 1133 ES.TV HD | 607 SEC Network | 1931 Starz! On Demand |
| 133 ES.TV | 1789 Shorts HD | 575 The Word Network |
| 890 Flix (E) | 789 Shorts | 882 TMC (E) |
| 892 Flix On Demand | 852 Showtime (E) | 883 TMC (W) |
| 1892 Flix On Demand | 853 Showtime (W) | 1882 TMC HD (E) |
| 1656 Go! TV HD | 854 Showtime 2 (E) | 1883 TMC HD (W) |
| 656 Go!TV (English) | 855 Showtime 2 (W) | 888 TMC On Demand |
| 672 HRTV | 1854 Showtime 2 HD (E) | 1888 TMC On Demand |
| 1914 Indieplex HD | 1855 Showtime 2 HD (W) | 884 TMC Xtra (E) |
| 914 Indieplex | 860 Showtime Beyond (E) | 885 TMC Xtra (W) |
| 1590 Jewish Broadcasting Service HD | 861 Showtime Beyond (W) | 1884 TMC Xtra HD (E) |
| 590 Jewish Broadcasting Service | 1860 Showtime Beyond HD (E) | 1885 TMC Xtra HD (W) |
| 1147 MAVTV HD | 1861 Showtime Beyond HD (W) | 670 TVG |
| 147 MAVTV | 858 Showtime Extreme (E) | 644 Universal Sports |
| 1116 MGM HD | 859 Showtime Extreme (W) | 1644 Universal Sports HD |
| 116 MGM | 1858 Showtime Extreme HD (E) | 1559 UP HD |
| 276 Military History | 1859 Showtime Extreme HD (W) | 559 UP |
| 1788 MOVIEPLEX HD | 862 Showtime Family (E) | 1679 World Fishing Network HD |
| 788 MOVIEPLEX | 863 Showtime Family (W) | 679 World Fishing Network |

Prism™ Premium

Includes Prism™ Preferred Plan channels.

| | | |
|-----------------------|------------------------|----------------------|
| 1840 5 Star Max HD | 811 HBO Comedy (W) | 812 HBO Zone (E) |
| 840 5 Star Max | 1810 HBO Comedy HD (E) | 813 HBO Zone (W) |
| 836 ActionMAX (E) | 1811 HBO Comedy HD (W) | 1812 HBO Zone HD (E) |
| 837 ActionMAX (W) | 806 HBO Family (E) | 1813 HBO Zone HD (W) |
| 1836 ActionMAX HD (E) | 807 HBO Family (W) | 1804 HBO2 HD (E) |

| | | |
|------------------------|---------------------------|-------------------------|
| 1837 ActionMAX HD (W) | 1806 HBO Family HD (E) | 1805 HBO2 HD (W) |
| 1846 Cinem?x HD | 1807 HBO Family HD (W) | 834 MoreMAX (E) |
| 846 Cinem?x | 1802 HBO HD (E) | 835 MoreMAX (W) |
| 832 Cinemax (E) | 1803 HBO HD (W) | 1834 MoreMax HD (E) |
| 833 Cinemax (W) | 814 HBO Latino (E) | 1835 MoreMax HD (W) |
| 1832 Cinemax HD (E) | 815 HBO Latino (W) | 1842 Movie MAX HD |
| 1833 Cinemax HD (W) | 1814 HBO Latino HD (E) | 842 MovieMAX |
| 850 Cinemax On Demand | 1815 HBO Latino HD (W) | 1844 Outer Max HD |
| 1850 Cinemax On Demand | 830 HBO On Demand | 844 OuterMAX |
| 802 HBO (E) | 1830 HBO On Demand | 838 ThrillerMAX (E) |
| 803 HBO (W) | 808 HBO Signature (E) | 839 ThrillerMAX (W) |
| 804 HBO 2 (E) | 809 HBO Signature (W) | 1838 ThrillerMax HD (E) |
| 805 HBO 2 (W) | 1808 HBO Signature HD (E) | 1839 ThrillerMax HD (W) |
| 810 HBO Comedy (E) | 1809 HBO Signature HD (W) | |

Premium Packages Available as Add-ons:

Preferred and Premium plans include select Add-on Channels.

Cinemax Add-on Package

| | | |
|-----------------------|------------------------|-------------------------|
| 1840 5 Star Max HD | 833 Cinemax (W) | 1842 Movie MAX HD |
| 840 5 Star Max | 1832 Cinemax HD (E) | 842 MovieMAX |
| 836 ActionMAX (E) | 1833 Cinemax HD (W) | 1844 Outer Max HD |
| 837 ActionMAX (W) | 850 Cinemax On Demand | 844 OuterMAX |
| 1836 ActionMAX HD (E) | 1850 Cinemax On Demand | 838 ThrillerMAX (E) |
| 1837 ActionMAX HD (W) | 834 MoreMAX (E) | 839 ThrillerMAX (W) |
| 1846 Cinem?x HD | 835 MoreMAX (W) | 1838 ThrillerMax HD (E) |
| 846 Cinem?x | 1834 MoreMax HD (E) | 1839 ThrillerMax HD (W) |
| 832 Cinemax (E) | 1835 MoreMax HD (W) | |

International-AI-Carte Add-on Package

| | | |
|-------------------------------|--|----------------|
| 3740 Al Jazeera America | 3682 Filipino on Demand | 3703 TV Asia |
| 3710 Bollywood Hits on Demand | 3802 Rai Italia | 3680 TV Japan |
| 3882 Channel One Russia | 3704 Sony Entertainment Television Asia (SET Asia) | 3832 TV5 Monde |
| 3603 China Central TV | 3706 STAR India PLUS | 3702 Zee TV |
| 3604 CTI-Zhong Tian Channel | 3681 The Filipino Channel | |

Paquete Latino Add-on Package

| | | |
|---------------------------------|---------------------------|-----------------------------|
| 3146 Bandamax | 3102 Discovery en Espanol | 3056 La Familia Cosmovision |
| 3053 Boomerang en Espanol | 3103 Discovery Familia | 3017 Latele Novela |
| 3022 Cable Noticias | 3051 Disney en Espanol | 3149 Ritmoson Latino |
| 3054 Cartoon Network en Espanol | 3052 Disney XD Espanol | 3078 TBN Enlace |
| 3025 Cine Mexicano | 3302 ESPN Deportes | 3143 Telehit |
| 3127 Cine Sony | 3077 EWTN en Espanol | 3024 TV Chile |
| 3202 CNN en Espanol | 3303 FOX Deportes | 3013 WAPA America |
| 3128 De Pelicula | 3304 Go!TV | |
| 3129 De Pelicula Clasico | 3104 History en Espanol | |

Starz/Encore Add-on Package

| | | |
|----------------------------|-----------------------------|--------------------------------|
| 932 ENCORE (E) | 1951 Encore On Demand | 910 Starz! Comedy (E) |
| 933 ENCORE (W) | 936 ENCORE Suspense (E) | 911 Starz! Comedy (W) |
| 938 ENCORE Action (E) | 937 ENCORE Suspense (W) | 1910 Starz! Comedy HD (E) |
| 939 ENCORE Action (W) | 1936 ENCORE Suspense HD (E) | 904 Starz! Edge (E) |
| 1938 Encore Action HD (E) | 940 ENCORE Westerns (E) | 905 Starz! Edge (W) |
| 942 ENCORE Black (E) | 941 ENCORE Westerns (W) | 1904 Starz! Edge HD |
| 943 ENCORE Black (W) | 1914 Indieplex HD | 1902 Starz! HD (E) |
| 1942 Encore Black HD (E) | 914 Indieplex | 1903 Starz! HD (W) |
| 934 ENCORE Classic (E) | 1788 MOVIEPLEX HD | 906 Starz! In Black (E) |
| 935 ENCORE Classic (W) | 788 MOVIEPLEX | 907 Starz! In Black (W) |
| 1934 ENCORE Classic HD (E) | 1916 Retroplex HD | 1906 Starz! In Black HD |
| 946 ENCORE Espanol | 916 Retroplex | 912 Starz! Kids and Family (E) |
| 944 ENCORE Family (E) | 902 Starz! (E) | 913 Starz! Kids and Family (W) |
| 945 ENCORE Family (W) | 903 Starz! (W) | 1912 Starz! Kids and Family HD |
| 1932 Encore HD (E) | 908 Starz! Cinema (E) | 931 Starz! On Demand |
| 1933 Encore HD (W) | 909 Starz! Cinema (W) | 1931 Starz! On Demand |
| 951 ENCORE On Demand | 1908 Starz! Cinema HD (E) | |

Showtime Add-on Package

| | | |
|-----------------------------|-------------------------------|-------------------------------|
| 890 Flix (E) | 1858 Showtime Extreme HD (E) | 1857 Showtime Showcase HD (W) |
| 892 Flix On Demand | 1859 Showtime Extreme HD (W) | 866 Showtime Women (E) |
| 1892 Flix On Demand | 862 Showtime Family (E) | 867 Showtime Women (W) |
| 852 Showtime (E) | 863 Showtime Family (W) | 1866 Showtime Women HD (E) |
| 853 Showtime (W) | 1852 Showtime HD (E) | 1867 Showtime Women HD (W) |
| 854 Showtime 2 (E) | 1853 Showtime HD (W) | 882 TMC (E) |
| 855 Showtime 2 (W) | 864 Showtime Next (E) | 883 TMC (W) |
| 1854 Showtime 2 HD (E) | 865 Showtime Next (W) | 1882 TMC HD (E) |
| 1855 Showtime 2 HD (W) | 1864 Showtime Next HD (E) | 1883 TMC HD (W) |
| 860 Showtime Beyond (E) | 1865 Showtime Next HD (W) | 888 TMC On Demand |
| 861 Showtime Beyond (W) | 880 Showtime On Demand | 1888 TMC On Demand |
| 1860 Showtime Beyond HD (E) | 1880 Showtime On Demand | 884 TMC Xtra (E) |
| 1861 Showtime Beyond HD (W) | 856 Showtime Showcase (E) | 885 TMC Xtra (W) |
| 858 Showtime Extreme (E) | 857 Showtime Showcase (W) | 1884 TMC Xtra HD (E) |
| 859 Showtime Extreme (W) | 1856 Showtime Showcase HD (E) | 1885 TMC Xtra HD (W) |

HBO Add-on Package

| | | |
|------------------------|------------------------|---------------------------|
| 802 HBO (E) | 1806 HBO Family HD (E) | 808 HBO Signature (E) |
| 803 HBO (W) | 1807 HBO Family HD (W) | 809 HBO Signature (W) |
| 804 HBO 2 (E) | 1802 HBO HD (E) | 1808 HBO Signature HD (E) |
| 805 HBO 2 (W) | 1803 HBO HD (W) | 1809 HBO Signature HD (W) |
| 810 HBO Comedy (E) | 814 HBO Latino (E) | 812 HBO Zone (E) |
| 811 HBO Comedy (W) | 815 HBO Latino (W) | 813 HBO Zone (W) |
| 1810 HBO Comedy HD (E) | 1814 HBO Latino HD (E) | 1812 HBO Zone HD (E) |
| 1811 HBO Comedy HD (W) | 1815 HBO Latino HD (W) | 1813 HBO Zone HD (W) |
| 806 HBO Family (E) | 830 HBO On Demand | 1804 HBO2 HD (E) |

807 HBO Family (W)

1830 HBO On Demand

1805 HBO2 HD (W)

Prism Rates

| | Prism Essential | Prism Complete | Prism Preferred | Prism Premium |
|------------------|----------------------------|---------------------------|----------------------------|--------------------------|
| Promotional Rate | \$54.99 | \$69.99 | \$ 84.99 | \$114.99 |
| Rack Rate | \$74.99 | \$89.00 | \$104.99 | \$134.99 |



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