

**ADDENDUM TO UTILITY RELOCATION MASTER AGREEMENT
(At Utility Expense)**

This agreement dated 11th day of October, 2012, is between the State of Florida, Department of Transportation and Northeast Florida Telephone Company who are parties to the Utility Relocation Master Agreement (At Utility Expense) (Agreement) dated September 18, 1972. The parties agree to amend the Agreement as follows:

1. As used herein, the words "compensable interest" shall mean any interest in property, the taking of which is subject to the payment of compensation under the Constitution of the United States of America or under the Florida Constitution, but only to the extent of the compensability for utility work costs under the terms and conditions of the underlying document creating the property interest, and provided that nothing herein shall be interpreted to modify, alter, amend, or override the specific terms and conditions of the underlying document. In addition, the use of the term "compensable interest" is not intended and shall not be interpreted to create any right to reimbursement not created by the underlying document creating the property interest.

2. Either the Company or the Department may terminate this agreement at any time without penalty by giving the other party written notice at least thirty (30) days prior to the effective date of said termination; provided, however, that the termination shall not apply to any project for which either party had previously notified the other that the project would proceed pursuant to this agreement.

The parties have executed this Agreement by their duly authorized signatures the last day and year set forth below.

WITNESS:

STATE OF FLORIDA
DEPARTMENT OF TRANSPORTATION

Richard Duley

By Thomas C. Nguyen
Title: CHIEF ENG
Date: 11/27/2012

As to the Department

ATTEST: _____
Title: Executive Secretary

Northeast Florida Telephone Company

By William H Thomas

Title: Vice President of Administrative Services

Date: 10/11/2012

ATTEST: Susan Lennell

Title: Director

Michael R. Triffis

Deborah L. Surley
As to Company

Approved as to Form Legality and Execution
STATE OF FLORIDA, DEPARTMENT OF TRANSPORTATION

By: E. J. Nowak