

BEFORE THE DISTRICT OF COLUMBIA
APPLICATION FOR CABLE TELEVISION FRANCHISE
BY: VERIZON WASHINGTON, DC INC.

Verizon Washington, DC Inc. ("VZ DC" or "Applicant") respectfully submits this application ("Application") for a cable television franchise ("Franchise") for the right to serve all areas of the District of Columbia (the "District").

In this Application, VZ DC follows the order and format requested by the District and responds to the letter addressed to Lori Edwards, Karen Campbell, and Sydney White, from J. Carl Wilson, General Counsel of OCTT, dated August 7, 2007. The information presented in this application is, to the best of Applicant's knowledge, accurate as of the date submitted; however, the information is subject to change. The rights and obligations of the parties with respect to the cable franchise will be set forth in a franchise agreement that will be negotiated with the District.

- (1) The names and addresses of persons authorized to act on behalf of the Applicant with regard to the Application:

Lori Edwards
Cable Franchising Manager
Verizon Communications
12901 Worldgate Dr., 6th Flr.
Herndon, VA 20191
(703) 375-4412 (direct telephone)
(703) 467-0319 (facsimile)
Lori.Edwards@verizon.com (email)

Karen Campbell
Director – Government Affairs
Verizon Communications
2055 L Street, NW - 5th Floor
Washington, DC 20036
(202) 392-5296 (direct telephone)
(202) 887-9195 (facsimile)
Karen.I.Campbell@verizon.com (email)

- (2) The name and address of the Applicant:

Verizon Washington, DC Inc.
2055 L St., NW
Washington, DC 20036

Identification of the ownership and control of the Applicant, including the names and addresses of all persons with more than 5% (non-voting or voting) ownership interest in the Applicant and its affiliates, all officers and directors of the Applicant and its affiliates, general partners or managing members as applicable, and all other business affiliations and cable system ownership of each such person.

VZ DC is 100 percent owned and controlled by Verizon Communications Inc. The headquarters of Verizon Communications is located at 140 West Street, New York, NY 10007. Verizon Communications is a publicly traded Delaware company. Verizon believes that only one entity owns more than five percent (5%) of Verizon Communications common stock based upon information provided to the Securities and Exchange Commission (SEC) under Section 13(f) of the Securities Exchange Act of 1934 (the "1934 Act") and provided to Verizon Communications and the SEC under Section 13(g) of the 1934 Act. Barclays Global Investors, NA beneficially owned more than five percent (5%) of the shares of Verizon Communications common stock, as of August 14, 2007, based on the most recent Section 13(f) filing by that entity.

A list of all officers and directors of VZ DC is provided in Attachment 1. Such persons may have a variety of business and other affiliations but would not own any part of Applicant's cable system other than, possibly, indirectly through ownership of securities of Verizon Communications.

- (3) An executive summary demonstrating the Applicant's technical ability to construct and operate a state-of-the-art cable system, including identification of key personnel:

See Attachment 2.

- (4) A description of the Applicant's legal qualifications to construct and operate the proposed cable system:

See Attachment 3.

- (5) A detailed description of the physical facility proposed, including channel capacity, technical design, performance characteristics, headend and access facilities:

See Attachment 4.

- (6) A demonstration of financial qualifications to complete the construction and operation of the proposed cable system:

See Attachment 5.

- (7) A description of prior experience in cable ownership, construction and operation, and identification of the communities in which the Applicant or any of its principals,

including persons named pursuant to paragraph (2) of this subsection, have, or have had, a cable franchise or any interest herein:

As of August 3, 2007, affiliates of VZ DC hold cable television franchises (both local and state issued) covering 835 jurisdictions in areas of Texas, Indiana, Virginia, Maryland, Florida, California, Pennsylvania, New York, New Jersey, Delaware and Massachusetts, Oregon, and Rhode Island. As of the end of June, 2007, FiOS TV service was available to more than 3.9 million premises in 12 of the states where the Fiber to the Premises (FTTP) network is being constructed: California, Delaware, Florida, Indiana, Maryland, Massachusetts, New Jersey, New York, Pennsylvania, Rhode Island, Texas and Virginia. 515,000 customers subscribed to FiOS TV as of the end of June 2007.

Verizon affiliates currently hold cable franchise agreements in the following local franchising authorities in the State of Maryland: Howard County, Montgomery County, Barnesville Town, Brookeville Town, Chevy Chase Town, Chevy Chase Section 5 Village, Chevy Chase Section 3 Village, Chevy Chase View Town, Garrett Park Town, Glen Echo Town, Kensington Town, Laytonsville Town, Martin's Additions Village, North Chevy Chase Village, Poolesville Town, Somerset Town, Takoma Park City, Washington Grove Town, Prince Georges County, Berwyn Heights, Bladensburg, Brentwood, Cheverly, College Park, Colmar Manor, Cottage City, District Heights, Edmonston, Glenarden, Greenbelt, Hyattsville, Landover Hills, Morningside, Mt. Rainier, New Carrollton, North Brentwood, Riverdale Park, Seat Pleasant, University Park, Upper Marlboro, City of Bowie, City of Laurel, Anne Arundel County, City of Annapolis, Baltimore County, Anne Arundel County, City of Annapolis, Baltimore County and Highland Beach.

Verizon affiliates currently hold cable franchise agreements in the following local franchising authorities in the Commonwealth of Virginia: Arlington County, Fairfax County, Town of Vienna, Town of Herndon, City of Falls Church, City of Fairfax, Town of Clifton, Prince William County, Town of Dumfries, Loudoun County, Town of Leesburg, Spotsylvania County, City of Fredericksburg, Henrico County, Chesterfield County, City of Richmond, City of Virginia Beach and City of Newport News.

Verizon currently provides cable service in Montgomery County, Maryland; the cable franchise agreement was effective as of November 28, 2006 and Verizon initiated cable service in the County on December 5, 2006. Verizon also provides cable service in Fairfax County, Virginia; the cable franchise agreement was effective as of October 1, 2005 and Verizon initiated cable service in the County on November 25, 2005. In both counties, Verizon began the construction of its Title II FTTP network in late 2004. Therefore, Verizon was able to initiate cable service to some residents soon after the execution of a cable franchise agreement.

- (8) Where applicable, a description of the proposed system, including an estimate of plant mileage and its location, the proposed construction schedule and map, and a description, where appropriate, of how services will be converted from existing facilities to new facilities:

The proposed cable service will be provided over VZ DC's FTTP network, an extension and enhancement of the existing telecommunications network. A general description of the construction of the FTTP network is provided in Attachment 4.

VZ DC will install its FTTP network as a common carrier pursuant to Title II of the Communications Act of 1934, as amended, in accordance with its authority under DC and Federal law. Accordingly, VZ DC is not seeking authority through this Application to construct the FTTP network, but rather is seeking a franchise to use the FTTP network, once installed, to provide cable services in the District.

- (9) A demonstration of how the Applicant will meet the cable-related needs and interests of District residents, including public, educational, and government access channel capacity and facilities and financial or capital contribution to an institutional network:

VZ DC is currently a provider of voice and data services in the community. Therefore, it is aware of certain communications-related needs of the residents of the District, which it will use to offer a desirable and competitive cable service offering.

VZ DC's proposed cable television service offering will be feature rich and will be fully competitive with the current cable television service offerings in the market. The major components of the service offer will include the basic cable service tier, including local and Public, Education and Government (PEG) channels; other channel tiers; premium channel tiers; Pay Per View (PPV); HDTV channels; digital music channels; Digital Video Recorder (DVR); Interactive Media Guide (IMG); and inside cable wire installation.

In addition, VZ DC's cable service offering will benefit the residents of the community by broadening competition in the market. While cable television prices have notoriously risen in many localities, competition has been proven to help control pricing increases. In addition, competition provides consumers with an alternative, resulting in increased pressure on competing companies to provide high quality customer care. Finally, competition encourages new and innovative services that will benefit the residents of the community by providing the latest technology and service options in cable television.

- (10) An affidavit or a declaration by the Applicant or authorized officer certifying the truth and accuracy of the information in the Application and certifying that the Application is consistent with all the requirements of federal and District law:

Provided at the end of this Application

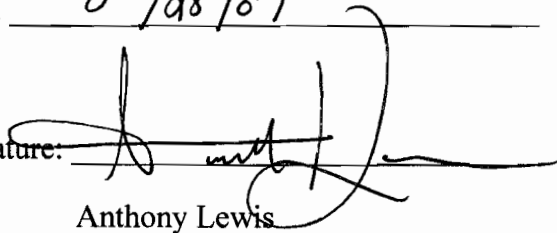
- (11) For informational purposes, the proposed rate structure, including projected charges for each service tier, installation, converters, and other equipment or services, and the ownership interest of the Applicant or any of its affiliates in any proposed program services to be delivered over the cable system.

A general description of the cable service offering is provided in Attachment 4. Current service tiers, services, and rates available to residents of other communities in the Washington Metro area are provided in Attachment 6 of the Application. These are provided for informational purposes only and are subject to change. A current channel line up for the Washington Metro area is provided in Attachment 7 of the Application. This line up is provided for information only; the DC line up will be similar, but will not be identical (for example, it will include DC PEG channels) and is also subject to change. Programming may come from a variety of sources and may include ownership by the Applicant and/or its affiliates.

AFFIDAVIT

I HEREBY CERTIFY, to the best of my knowledge and belief, the truth and accuracy of the information in this Application and that the proposal meets all federal and DC requirements.


Date: 8/28/07

Signature: 

Anthony Lewis
President
Washington, DC Inc.

MARIA OLIVAS
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires September 14, 2008

NOTARY:

Subscribed and sworn to before me, in my presence, this
27th day of August, _____ a Notary Public
in and for the District of Columbia


Notary Public
My commission expires September 14, 2008

VERIZON DC CABLE FRANCHISE APPLICATION

DISTRICT OF COLUMBIA

ATTACHMENT 1

LISTING OF OFFICERS AND DIRECTORS OF VERIZON WASHINGTON, DC INC.¹

Verizon Washington, DC Inc. -- Current Officers

<u>Name</u>	<u>Title</u>
Ambrose, J. Henry	Assistant Secretary
Barish, Robert J.	Chief Financial Officer
Garrity, Janet M.	Assistant Treasurer
Glennon, Veronica C.	Assistant Secretary
Hall, Edwin F.	Controller
Jankun, Richard P.	Vice President - Taxes
Kauffman, David S.	Assistant Secretary
Lewis, Anthony	President
Masching, Richard R.	Vice President - Taxes
McCrary, Karen B.	Assistant Secretary
McGeever, Joseph J.	Vice President - Taxes
O'Quinn, Kevin J.	Assistant Controller
Olson, Neil D.	Vice President and Treasurer
Pulley, Lydia R.	Vice President – General Counsel and Secretary
Ruesterholz, Virginia P.	Chief Executive Officer
Small, Sheila L.	Assistant Treasurer (for insurance purposes only)
Webster, Catherine T.	Senior Vice President – Finance and Assistant Treasurer

Verizon Washington, DC Inc. -- Current Directors

Name

Cevis, Eric D.
 Custis, Andrea L.
 Johnston, Mary Jane
 Lewis, Anthony A.
 Pulley, Lydia R.
 Ruesterholz, Virginia P.
 Simpson, Joan A.

¹ Please note that pending changes, if any, are not reflected.

VERIZON DC CABLE FRANCHISE APPLICATION**DISTRICT OF COLUMBIA****ATTACHMENT 2****APPLICANT'S TECHNICAL QUALIFICATIONS****Applicant's Technical Qualifications**

Verizon Communications affiliates have provided telecommunications services to residential and business customers for over 100 years. In the District of Columbia, the Applicant provides voice and data capabilities that are unparalleled.

Fiber to the Premises (FTTP) is a key Verizon corporate initiative to provide voice, video and very high speed data services. The FTTP network is being constructed as a Title II telecommunications network; unquestionably, Verizon has vast experience and expertise in constructing and maintaining telecommunications networks. The FiOS TV offering is one of the services that Verizon provides over this FTTP network and thus Verizon's expertise in telecommunications is directly leveraged for its provision of cable service.

Verizon utilizes its unmatched expertise to build and maintain its network, provision cable services, and provide superior customer service to its customers. Key objectives of the FTTP initiative include, but are not limited to, the delivery of higher customer satisfaction, superior performance (network, applications and technical support), and an installation process that surpasses the cable and DBS experience today.

At the end of June 2007, Verizon companies had passed nearly 7.6 million homes and businesses with its FTTP network – installing more than 442 million feet of fiber in parts of 16 states. FiOS TV service was available to more than 3.9 million premises in 12 of the states where the FTTP network is being constructed: California, Delaware, Florida, Indiana, Maryland, Massachusetts, New Jersey, New York, Pennsylvania, Rhode Island, Texas and Virginia. 515,000 customers subscribed to FiOS TV as of the end of June 2007.

Verizon companies have more than 200,000 employees dedicated to customer service: service technicians, call-center representatives and operators. Verizon continually provides training for its employees, especially in the area of new technologies and new ways to help customers.

Verizon companies provide services to their customers that are better than the industry standard, according to the University of Michigan's American Customer Satisfaction Index (ACSI). Verizon Communications' 2007 ACSI score of 72 earned Verizon the top spot in the fixed line telephone service industry, above the overall score of 70 for the fixed line telephone service industry, as well as the overall cable industry score of 62 (Q1 2007).

The following are currently the key national personnel with respect to the FTTP network and the provision of cable service:

Distinguished MTS - Technology: James Ho
Vice President, FiOS TV Content and Programming: Terrence K. Denson
Vice President, Verizon Solutions: Shawn M. Strickland

The following are currently the key Verizon DC-area personnel with respect to the FTTP network and the provision of cable service:

President, VZ Washington, DC Inc.: Anthony Lewis
Senior Vice President, Operations: Christopher Creager
Director, External Affairs for VZ Washington, D.C. Inc.: Joseph Askew
Director, Network Engineering: Colton O'Donoghue
Franchise Service Manager: Alfred Carr

There are additional personnel that will be responsible for the provision of cable service in the District of Columbia. This information, when available, will be provided to the District upon request.

VERIZON DC CABLE FRANCHISE APPLICATION**DISTRICT OF COLUMBIA****ATTACHMENT 3****APPLICANT'S LEGAL QUALIFICATIONS**

VZ DC's cable service will be provided over its Fiber to the Premises (FTTP) network. VZ DC, as a common carrier under Title II of the Communications Act of 1934 (the "Act"), is constructing its FTTP network as an upgrade to its existing telecommunications network. Such upgrade will be performed under the regulatory scheme applied to telecommunications facilities.

VZ DC has the necessary Federal, state and local authorizations to construct and upgrade its Title II telecommunications network, subject to customary time, place and manner permitting requirements. VZ DC has the right to occupy or otherwise use the public rights-of-way in order to install, maintain, repair, replace, and operate its telecommunications network throughout the District of Columbia pursuant to Section 34-2004 of the D.C. Code. Relevant permits are issued pursuant to Section 10-1141.03(a) of the D.C. Code and Title 24 Section 3302 of the DCMR.

The telecommunications and information services to be provided over VZ DC's FTTP network are not subject to Title VI of the Act. VZ DC plans to utilize FTTP to offer its customers enhanced voice and broadband data services. While FTTP may give VZ DC the future capability of providing cable service, the physical FTTP network (including any construction and maintenance requirements) is, and will continue to be regulated as set forth above.

Section 621(b) of Title VI requires VZ DC to obtain a cable franchise in order to be a cable operator and provide cable service over the FTTP network. Thus, VZ DC is seeking from the District the legal qualification to operate and provide cable service in the form of a cable franchise. Once VZ DC has a franchise, it will be qualified under Title VI to do so.

VERIZON DC CABLE FRANCHISE APPLICATION

DISTRICT OF COLUMBIA

ATTACHMENT 4

DESCRIPTON OF FTTP NETWORK AND SERVICE OVERVIEW

- Overview of Fiber to the Premises (FTTP) Deployment
- Service Overview
 - Product Offers
 - Service Delivery/Connection Method
- FTTP System Architecture
- Wide Area Transport

Overview of FTTP Deployment

FTTP is a key Verizon corporate initiative to provide voice, cable television and very high speed data services. FTTP uses fiber-optic cable and optical electronics to directly link customers to the Verizon network. The fiber network being deployed can support cable television and, where appropriate, Verizon seeks to provide cable service to customers. Key objectives include, but are not limited to, the delivery of higher customer satisfaction, superior performance (network, applications & technical support), and an installation process that surpasses the Cable, DBS and DSL experience today.

- At the end of June 2007, Verizon companies had passed 7.6 million homes and businesses – installing more than 442 million feet of fiber in parts of 16 states.
- Cable television services deployment is a subset that is ancillary to the voice and data FTTP services. Select FTTP-enabled wire centers have been deployed for cable service.

Service Overview

The FTTP Network enables the provision of a feature rich and fully competitive cable television offering. The major components of the cable television services which Verizon offers to consumers include:

- Basic service channel tier, including local Public, Education and Government (PEG) channels as requested by and as negotiated with the community
- Other channel tiers
- Premium channel tiers

VERIZON CONFIDENTIAL

- Pay Per View (PPV)
- Video on Demand (VoD)
- HDTV channels
- Digital music channels
- Digital Video Recorder (DVR)
- Multi-Room DVR
- Interactive Media Guide (IMG)
- Inside cable wire installation

Product Offers

Verizon currently offers Broadcast Television, High Definition TV (HDTV), Digital Video Recorders (DVR), Interactive Media Guide (IMG), Pay Per View (PPV) Movies and Events and Video on Demand (VoD). Monthly recurring fees are charged for STBs provisioned to the customer. Customers are offered the option to upgrade STBs to include support for HDTV, DVRs and/or multi-room DVRs for additional monthly fees. Verizon will notify the District of the initial channel line-up prior to beginning to offer service.

In addition to organizing and informing the customer of the programming line-up, the IMG supports on-screen program control, parental controls, timers, search, and ordering of PPV services and VoD. Pay Per View allows subscribers to pay for and watch prescheduled programming events on an on-demand basis. PPV movies or events are selected from the IMG. Authorization for billing will occur at the time of purchase. Events begin at pre-scheduled intervals (i.e., programming is not immediately available). Customers can purchase PPV either as discrete events or in pre-defined packages. VoD allows subscribers to order movies and other programs on an on-demand basis and view this programming in “real time”.

Service Delivery/Connection Method

Connection Method

At initial deployment, an installation and maintenance (I&M) technician connects the Optical Network Terminal (ONT) to a central point of demarcation where a cable television I&M technician will make final connections to provide the cable television service. After the installation of the ONT, a cable television field technician tests the existing in-home coaxial cable to determine if it is technically acceptable and will connect the service. If no coaxial cable exists or the coaxial cable is unacceptable, the technician will install wiring to the first cable outlet, and will install new coaxial wiring to other locations identified by the customer at the customer's request and expense. The customer may choose to self-install such wiring, or to obtain inside wiring installation service from a third party or Verizon.

If a set top box (STB) is installed, the technician will connect a coaxial cable from the wall outlet to the STB and another coaxial cable from the STB to the TV. The technician will also connect

the customer's VCR and/or DVD device and check for proper operation. A fee may be charged for installations. This process will be followed for any STBs installed. The technician will call the service center at which point the digital services previously ordered by the customer will be activated. A remote command will be issued to the set top box in real time to turn the purchased service(s) on.

Equipment Changes and Re-Configurations

When a customer changes the in-home configuration (e.g., moving a set top box from one TV to another), the customer will be able to accomplish this change without reconfiguring the set top box.

FTTP System Architecture

Figure 1 shows the architecture topology used to support service in multiple markets. Subsequent sections provide more information on each major component within the planned Verizon FTTP overlay architecture.

Figure 1- FTTP Reference Architecture

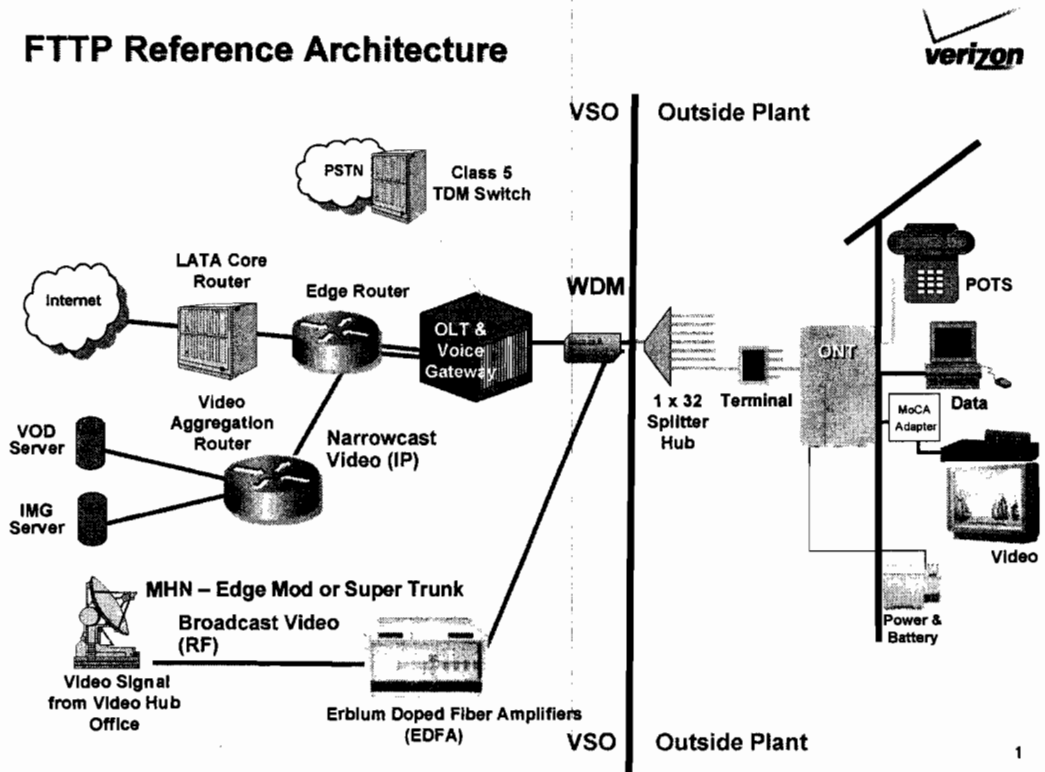


Figure 2 shows full build and overlay architecture. FTTP will be built instead of copper facilities in new communities. In existing communities, the existing copper network will continue to serve those customers who have not migrated to the FTTP network. The fiber is deployed from a Central Office location within a wire center area.

Figure 2-FTTP Full Build and Overlay Architectures

FTTP Full Build and Overlay Architectures

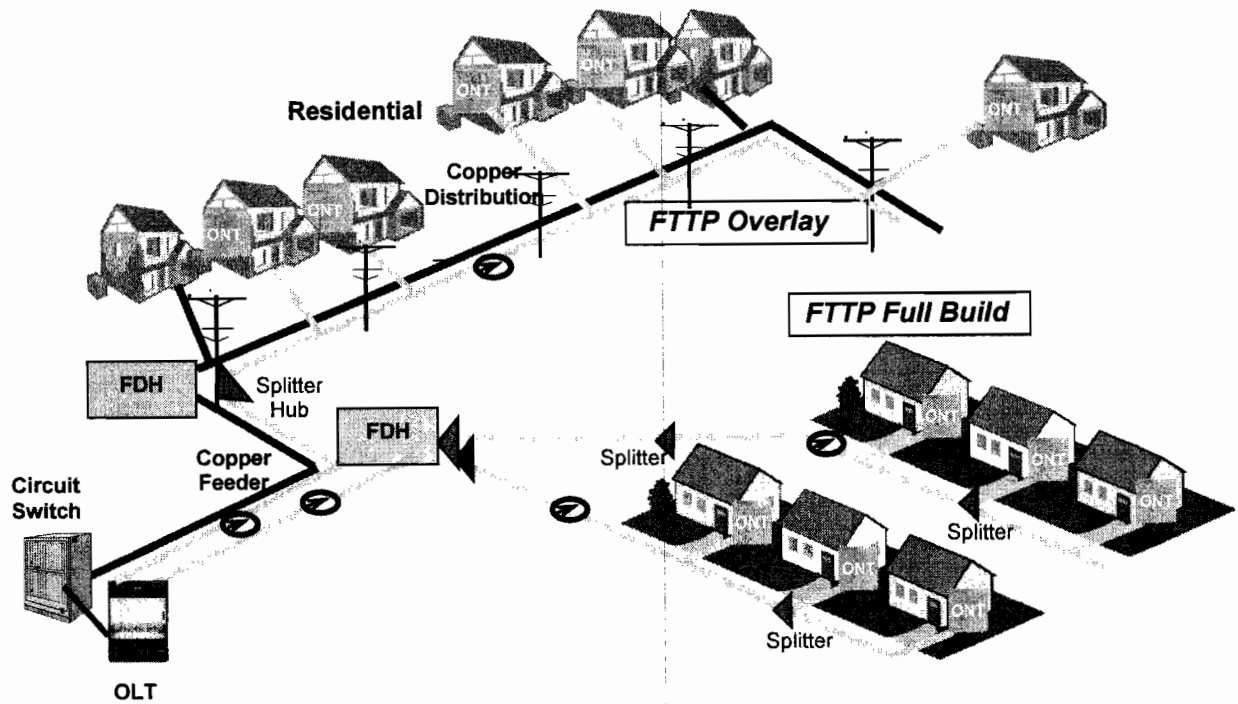
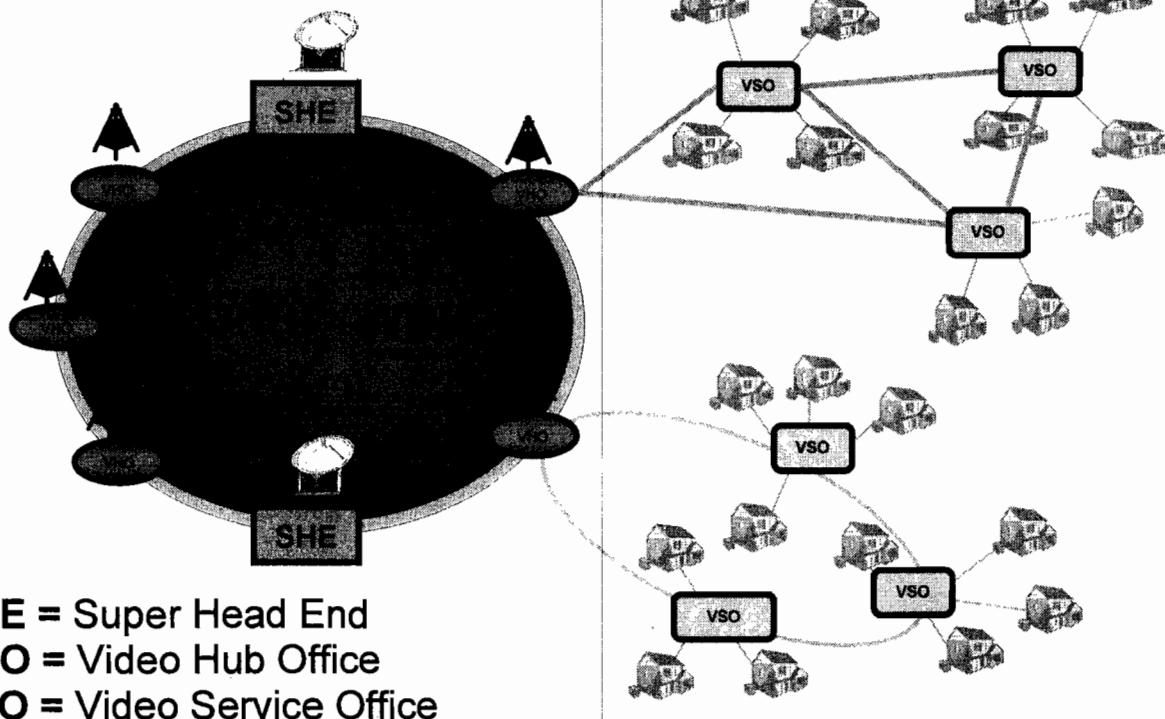


Figure 3 -Video Network Architecture



At the national or regional level, a “super” headend (SHE) serves as the single point of national content aggregation (see Figure 3). All content is encoded into MPEG2 streams and transported over nationwide SONET services. In each market where Verizon offers service, the national cable television content is off loaded from the long haul network and terminated at a Video Hub Office (VHO). Network redundancy and route diversity extends from the SHE to the VHO.

The VHO serves as the metro or local point of aggregation. It is here that off-air and public, education, and government (PEG) channels (where appropriate) are combined with the national cable television content coming from the SHE. Interactive Media Guides (IMGs) are controlled from this site, also. The service that exits at the VHO looks like the final product that is viewed by the end user subscriber.

Cable television content is converted to optical signals at the VHO and transported over Verizon’s metro area, inter-office facilities (IOF) to Video Serving Offices (VSOs). Voice and

high-speed data signals are combined with the cable television content at this location for final transport to the subscriber premises over Verizon's FTTP Passive Optical Network (PON).

At the premise, the optical cable television signal is de-multiplexed and converted to an electrical signal, which meets cable television industry standards for cable services. Standard home wiring practices, using coaxial cables, as well as alternative media, distribute the signal within the premises.

There is 24x7 control and surveillance of the cable television platform from a remote location. This Network Operations Center (NOC) is centrally located and is responsible for the operation and maintenance of the Conditional Access System (CAS), which directs the encryption functions performed back at the VHO.

Super Headend (SHE)

A "super" headend (SHE) serves as the single point of national content aggregation. A primary SHE and an additional SHE have been deployed for redundancy.

Both the primary and redundant SHEs are strategically located to ensure technical and environmental requirements are met.

The key functions of the SHE include:

- Content Reception
- Signal Processing
- Encoding
- Network Interface

The majority of cable television sources are individual content provider programming. A mix of standard and high definition formats is supported. All content is encoded into MPEG2 streams, formatted for SONET, and transported to a local point-of-presence (POP) for wide area (national) transport.

Wide Area Transport

In support of the cable television service, Verizon uses SONET facilities in the POPs serving target cable markets. Where multiple POPs exist within a market, redundancy options dictate if a single or multiple POPs are designated for supporting the cable television traffic.

In most cases, the cable television traffic traverses multiple interconnected rings between the SHE and the destination market. Once the cable traffic reaches a POP located in a market, it is forwarded to a SONET interface connected to metro/local SONET facilities. These facilities connect the POP to a Video Hub Office (VHO). VHOs are capable of serving multiple

communities within a market. If more than one VHO is required, the metro SONET ring(s) are deployed to cover multiple sites.

Video Hub Office

The VHO serves as the metro or local point of aggregation. The VHO location is based on a combination of technical factors, metro fiber/IOF availability, local channel reception characteristics, and municipal regulations (e.g., zoning ordinances).

The functions of the VHO include:

- WAN Interface for Cable television Transport
- Ad Insertion
- PEG Content
- Signal Grooming and Multiplexing
- Emergency Alert Service
- Interactive Media Guide
- Conditional Access
- Local Content

The VHO aggregates three basic sources of content: national content, local broadcast channels, and public, education, & government (PEG) channels. The national content is the traffic sent from the SHE and is delivered via a SONET interface from the SONET POP. The local broadcast channels are received off-air via antennas or terrestrial fiber transport located at the VHO site. The PEG channels are collected via terrestrial connections from each local franchising area (LFA) served by the VHO.

The final collection of content is placed into the RF spectrum between 50 – 870 MHz as either an analog AM-VSB signal or, as part of a digital multiplex, into a 256-QAM modulated carrier. Digital content requiring encryption by the CAS is also multiplexed into QAM modulators and combined with other carriers. In addition, an out-of-band network connection is generated which carries the Interactive Media Guide (IMG), multicast and unicast video, provisioning, and management messages to STBs. The combined RF signal is converted to optics and fed into Erbium Doped Frequency Amplifiers (EDFAs) at egress from the VHO or the VSOs. VSO generated signals arrive via a SONET interface from the VHO. The resulting optical cable television signals are transported on the 1550 nm wavelength of the G.983-specified Enhancement band across the Passive Optical Network (PON).

Metro Area Transport

The optical cable television signals coming from the VHO are transported on the 1550 nm wavelength over fiber available within Verizon's inter-office facilities (IOF).

Video Serving Office (VSO) & Passive Optical Network (PON)

The VSO is a location within the central office containing FTTP equipment. If technically feasible and otherwise appropriate, PEG insertion may occur at this location in the network.

The key function of the VSO is to combine cable television signals into the Voice and High Speed Data FTTP Network

Once in the VSO, the optical cable television signal is sent through an EDFA and then to a Wave Division Multiplexer (WDM) combiner and splitter, which is used to add the cable signal to the voice and high-speed data signals' wavelength (1490nm) – coming from the Optical Line Terminal (OLT) – together with the cable wavelength onto a single optical source. This optical signal is then sent towards the subscriber premises via a PON. The VSO plays a role in supporting upstream signals from the customer premises for pay-per-view services. Pay-per-view usage data uses the data service's 1310nm upstream wavelength. The upstream data communications are sent back to a subscriber database located in the Operations Center located in the VHO.

Customer Premises

At the premises, an Optical Network Terminal (ONT) de-multiplexes the 1550nm optical signal and converts it to a voice, data and cable television electrical signal, which meets cable television industry standards for cable services.

VERIZON DC CABLE FRANCHISE APPLICATION
DISTRICT OF COLUMBIA
ATTACHMENT 5
APPLICANT'S FINANCIAL QUALIFICATIONS

Applicant's Financial Qualifications

VZ DC is the incumbent local telephone company in DC and is 100 percent owned and controlled by Verizon Communications Inc.

A Dow 30 company, Verizon Communications (NYSE:VZ) is one of the world's leading providers of communications services, with approximately \$88 billion in annual revenues. Verizon Communications is a leader in delivering broadband and other wireline and wireless communications innovations to mass market business, government and wholesale customers. Verizon Wireless operates America's most reliable wireless network, serving over 60 million customers nationwide. Verizon Business delivers innovative and seamless business solutions to customers around the world. Verizon Telecom brings customers the benefits of converged communications, information and entertainment services over the nation's most advanced fiber-optic network.

The 2006 Annual Report of Verizon Communications Inc. can be accessed via the following Internet address: <http://investor.verizon.com/financial/annual/2006/index.html>

The 2006 SEC Form 10-K of Verizon Communications Inc. can be accessed via the following Internet address: http://investor.verizon.com/sec/sec_frame.aspx?FilingID=5002107

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VERIZON DC CABLE FRANCHISE APPLICATION

DISTRICT OF COLUMBIA

ATTACHMENT 6

RATE CARD AVAILABLE FOR WASHINGTON METRO AS OF 8/17/07

Verizon FiOS TV

Here's everything you need to create your perfect FiOS TV package. First, choose your service. Then, add to it from our selection of digital packages and premium channels below.

Refer to the Channel Lineup for a complete listing of the channels included in each package.

Service	Number of Channels	Monthly Price
FiOS TV Local ¹	15-35	\$12.99
Digital Service (Requires Set Top Box [STB] and Router ²)		
FiOS TV Premier ³	180 + FiOS TV Local	\$42.99
La Conexión ⁴	114 + FiOS TV Local	\$32.99

Now, add more channels for just a few dollars more.

Packages (Requires STB)	Number of Channels	Monthly Price
Sports	13	\$7.99
Movies	45	\$12.99
Sports/Movies Combination	58	\$15.99
Spanish Language	25	\$11.99

Premiums (Requires STB)	Number of Channels	Monthly Price
HBO ⁵	14	\$15.99
Cinemax ⁵	12	\$15.99
HBO/Cinemax Combination	26	\$25.99
Playboy TV ⁶ /Playboy TV en Español	2	\$15.99
here!	1	\$7.99

International Premiums (Requires STB)	Number of Channels	Monthly Price
International Premium Channels	14	Individually Priced

Video On Demand (VOD) and Pay Per View (PPV) (Requires STB)	Price
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On Demand Movies

New Releases	\$3.99
Library	\$2.99

On Demand Subscriptions

WWE	\$7.99/mo.
Karaoke	\$7.99/mo.
On Demand Adult	\$14.99/each
PPV Events	Varies
PPV Sports	Varies
ESPN GamePlan — NCAA Football	\$21.99/daily, \$129.99 season ⁸
ESPN FullCourt — NCAA Basketball	\$14.99/daily, \$109.99 season ⁸

Set Top Box (STB)	Monthly Price
Standard Definition	\$4.99
High Definition (includes HD channels)	\$9.99
High Definition Digital Video Recorder (includes HD channels)	\$15.99
Home Media DVR (features Multi-Room DVR & Media Manager)	\$19.99

Initial Installation	One-Time Charges
Existing Outlet Hookup (up to 3)	No Charge
Additional Outlet/Set Top Box Hookup (existing outlet)	\$19.99
New Outlet Install/Existing Outlet Rewire (per outlet)	\$54.99
Outlet Relocation	\$54.99

Subsequent Installations/Charges	One-Time Charges
Set Top Box Addition or Upgrade/Downgrade	\$24.99
Premise Visit ⁶	\$49.99
New Outlet Installation (per outlet)	\$54.99
Outlet Relocation (per outlet)	\$54.99
Setup of TV Equipment (new TV with existing STB)	\$49.99
Disconnect of Set Top Box ⁷	\$24.99 + \$5.00/STB
Downgrade of Service from Digital to Analog	\$49.99 + \$5.00/STB
FiOS TV Service Disconnect	No Charge

Other Services and Charges	One-Time Charges
Seasonal Service Suspension (charged at initiation, 1-6 months) ⁸	\$24.99
Replacement Remote — Verizon FiOS TV RC144	\$6.99 + Shipping & Handling
Replacement Remote — Motorola DRC800	\$5.00 + Shipping & Handling
Unreturned/Damaged STB — Standard Definition	\$240.00
Unreturned/Damaged STB — High Definition	\$350.00
Unreturned/Damaged STB — Digital Video Recorder (DVR)	\$550.00

*In addition, early subscription and half season prices are available.



¹ In order to be eligible for Movies or Sports, FiOS TV Premier or La Conexión is required. The Spanish Language package may be added to FiOS TV Local service, but requires a Set Top Box for access. The addition of a Set Top Box with FiOS TV Local service provides access to Video On Demand (VOD) and Pay Per View (PPV), as well as the ability to order Premiums and International Premiums.

² Router provided will be a new or fully inspected, tested and warranted return unit. If service is cancelled within the first 12 months, router must be returned or \$99.99 equipment fee applies. If you maintain service for twelve (12) consecutive months, ownership of the router shall transfer to you, after which time all maintenance of the router shall be at your sole cost and expense, and the risk of loss will be yours should the router be damaged or stolen.

³ FiOS TV Premier includes all FiOS TV Local channels, additional all-digital programming, digital music channels and access to Pay Per View and Video On Demand. 30-day minimum billing period required for all digital packages.

⁴ La Conexión includes all FiOS TV Local channels, digital programming including popular English-language networks and Spanish-language networks, digital music channels, and access to PPV and VOD. La Conexión cannot be combined with the Spanish Language package. 30-day minimum billing period required for all digital packages.

⁵ Subscription VOD is included with all Premiums at no extra charge (where applicable). 30-day minimum billing period required for all Premiums.

⁶ A premise visit charge is assessed when a technician installation is required to set up a new or additional TV with an existing FiOS TV Set Top Box. A premise visit charge is not assessed when adding new, upgrading/downgrading existing, or disconnecting Set Top Box receivers.

⁷ The Set Top Box disconnect charge is assessed only when the customer maintains at least one FiOS TV Set Top Box. If all Set Top Box receivers are disconnected, the service downgrade charge applies.

⁸ Seasonal service suspension requires a minimum suspension of one month and a maximum suspension of six months.

Programming services offered within each package are subject to change and the number of channels within each package are approximations. Not all programming services available at all times. Blackout restrictions also apply. In addition, the pricing of the packages and the terms and conditions regarding your use of Verizon FiOS TV are also subject to change. Pricing applies to residential use only within the United States. Not all services are available in all areas. Acceptance of FiOS TV Terms of Service is required in order to use FiOS TV, and a copy of the Terms of Service will be given to you at the time of installation. The customer is financially responsible for any damage to, or misuse of, any equipment or for the failure to return any equipment if service is terminated. Applicable franchise fees, regulatory fees and taxes apply. Other terms and conditions apply.

VERIZON DC CABLE FRANCHISE APPLICATION

DISTRICT OF COLUMBIA

ATTACHMENT 7

CHANNEL LINE-UP AVAILABLE FOR WASHINGTON METRO AS OF 8/17/07

Verizon FiOS TV

Washington Metro Channel Lineup

EFFECTIVE JULY 2007



Delivering your local news, traffic, weather and sports. CHANNEL 1 on FiOS TV.

FiOS TV LOCAL

- 1 FiOS 1
- 3 CW — WDCW-TV 50
- 4 NBC — WRC-TV 4
- 5 FOX — WTTG-TV 5
- 6 My WDCATV 20
- 7 ABC — WJLA-TV 7
- 8 News Channel 8
- 9 CBS — WUSA-TV 9
- 10-12 Local Programming
- 13 ION-TV 66
- 14 Univision — WFDC-TV 14
- 16 Local Programming
- 19 Local Programming
- 19 Local Programming
- 20 Telemundo — WZDC-TV 64
- 21 Local Programming
- 22 PBS — WMPT-TV 22
- 25 Local Programming
- 26 PBS — WETA-TV 26
- 28 Local Programming
- 29 Superstation — WGN-TV
- 30 Local Programming
- 32 PBS — WHUT-TV 32
- 33 MHz 2 — WNVN-TV 53
- 34 MHz — WNVN-TV 56
- 35-44 Local Programming
- 48 TV Guide
- 49 WeatherScan Local

FiOS TV PREMIER

- 50 USA Network
 - 51 TNT
 - 52 TBS
 - 53 FX
 - 54 Spike TV
- #### SPORTS
- 60 ESPN
 - 61 ESPN Classic Sports
 - 62 ESPN News
 - 63 ESPN
 - 64 ESPN 2
 - 66 Comcast SportsNet Mid-Atlantic
 - 67 Mid-Atlantic Sports Network
 - 71 Speed Channel
 - 72 NFL Network
 - 75 VERSUS
 - 76 Fox Soccer Channel

Fort Belvoir

- 889 Fort Belvoir Information
- Laurel
- 12 Laurel Gov. Access

Leesburg & Loudoun County

- 18 George Mason University
- 19 NoVA Community College
- 35 Leesburg Gov.
- 40 Loudoun County Gov.
- 41 Loudoun County Public Access

Montgomery County

- 10 Montgomery College (MCTV)
- 11 The Rockville Channel
- 16 Montgomery Municipal Cable (MMC)
- 19 Access Montgomery TV 19
- 21 Access Montgomery TV 21
- 28 Takoma Park City TV
- 30 County Cable Montgomery (CCM)
- 35 Montgomery County Public Schools 1
- 36 Montgomery County Public Schools 2
- 37 University of Maryland (UMUC)
- 40 University of Maryland (UMTV)

Prince George's County

- 30 New Carrollton Gov. Access¹¹
- 37 University of Maryland (UMUC)
- 38 Prince George's County Public Access
- 39 Prince George's County Public Safety — Emergency Preparedness
- 40 University of Maryland (UMTV)
- 41 Prince George's County Public and Gov. Affairs 1
- 42 Prince George's County Public and Gov. Affairs 2
- 44 Prince George's Community College

Prince William County

- 18 George Mason University
- 19 NoVA Community College
- 37 Prince William County Schools
- 37 Prince William County Gov.

Quantico

- 687 Quantico Information 1
- 688 Quantico Information 2

Spotsylvania County

- 35 Spotsylvania County Gov. Access
- 36 Spotsylvania County Est. Access

VIDEO ON DEMAND**

ALL FREE

- Home & Leisure
 - Info & Education
 - Kids
 - Marketplace
 - Music
 - News
 - People & Culture
 - Pop Culture
 - Sports
 - Women
 - En Español
- #### Movies
- International Films
 - Library
 - Movie Trailers
 - New Releases
- #### Subscriptions
- Cinemax
 - HBO
 - Showtime
 - Starz
 - Sundance
 - The Movie Channel
 - Playboy
 - here!
 - Karaoke Channel
 - WWE 24-7
- #### Events
- Sports
 - Uncensored
 - En Español
- #### Adult
- FiOS TV Help

PUBLIC/EDUCATION/GOVERNMENT**

- Arlington
 - 38 Arlington Independent Media
 - 39 Arlington County Gov. (AVN)
 - 40 Arlington County Gov. (AVN-2)
 - 41 AETV, Arlington Educational TV
 - 42 APS-NASA
 - 43 APS-ARTS, NoVA and GMU
- #### Bowie
- 10 Bowie Gov. 1
 - 11 Bowie Gov. 2
 - 12 Bowie Public Access
- #### City of Fairfax, Fairfax County, Falls Church, Herndon & Vienna
- 10 FPA Community Programming
 - 12 City of Fairfax Gov.
 - 16 Fairfax County Gov.
 - 18 George Mason University
 - 19 NoVA Community College
 - 21 Red Apple 21-FCPS
 - 25 Community Classroom 25-FCPS
 - 30 FPA International Programming
 - 35 Falls Church Community TV¹¹
 - 37 WEBR Radio/Community
 - 42 Herndon Community Channel¹¹

HD

HD Broadcast

- 801 FOX — WTTG HD
 - 802 CBS — WUSA HD
 - 803 ABC — WJLA HD
 - 804 PBS — WETA HD
 - 805 My WDCATV HD
 - 806 PBS — WMPT HD
 - 807 NBC — WRC HD
 - 808 CW — WDCW HD
- #### HD National
- 825 TNT HD
 - 826 ESPN HD
 - 827 ESPN 2 HD
 - 828 NFL Network HD
 - 833 HD Net
 - 834 HD Net Movies
 - 835 Universal HD
 - 836 Discovery HD
 - 837 Wealth TV HD
 - 838 National Geographic Channel HD
 - 839 MTV HD
 - 840 Food Network HD
 - 841 HGTV HD
 - 845 Lifetime Movie Network HD
- #### HD Premium
- 851 HBO HD
 - 852 Cinemax HD
 - 853 Showtime HD
 - 854 TMC HD
 - 855 Starz HD

LOCAL PLUS

- 860 NBC Weather Plus
- 861 WUSA Weather Radar
- 882 WJLA Weather Now
- 883 The Tube Music Network
- 871 WETA 26
- 872 WETA Family
- 873 WETA World
- 874 WETA Create
- 880 WMPT 2
- 881 MPT Kids & Family
- 882 MPT Select
- 883 MPT Learner

**Subscription to corresponding premium channels and packages required.
 ***Not all local public, educational and governmental (PEG) channels may be available at the time of installation.
¹ Only available in Falls Church.
¹¹ Only available in Herndon.
¹¹ Only available in New Carrollton.
 Programming services offered within each package are subject to change, and not all programming services will be available at all times. Blackout restrictions also apply.

- 168 Oricon
- 169 BBC America
- 170 Comedy Central
- 171 G4
- 176 E! Entertainment Television
- 177 Fox Reality
- 178 Fuel
- 179 ABC Family

Music

- 180 MTV
- 181 MTV2
- 183 MTV Hits
- 184 MTV Jams
- 185 IMF (International Music Feed)
- 186 FUSE
- 187 VH1
- 188 VH1 Classic
- 189 VH1 Soul
- 190 BET Jazz
- 191 CMT
- 192 CMT Pure Country
- 193 Great American Country
- 194 Gospel Music Channel
- 195 BET Gospel
- 199 Soundtrack Channel

Movies

- 200 Turner Classic Movies
- 201 AMC
- 202 Fox Movie Channel

Family

- 210 Hallmark Channel (East)
- 212 Family Net
- 213 AmericanLife TV
- 214 TV Land

Children

- 220 Disney
- 221 Toon Disney
- 222 Nickelodeon
- 223 Nick To
- 224 Nick Toons
- 225 GAS
- 226 Noggin
- 227 Cartoon Network (ESP)^{*}
- 228 Boomerang (ESP)^{*}
- 229 Discovery Kids
- 230 Varsity
- 231 FUNimation
- 232 PBS KIDS Sprout

People & Culture

- 240 BET
- 241 TV One
- 243 MTV Tr3s
- 244 Galavisión
- 245 Mun2
- 246 Si TV
- 247 AZN Televisión
- 248 Bridges TV

FiOS TV is frequently changing its channel offerings. To view our latest published channel lineup, please visit verizonfios.com/tv.



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FIOS TV PREMIER
(continued)

- Religion**
- 260 EWTN
 - 261 INSP
 - 262 iLife
 - 263 Church
 - 264 JCTV
 - 265 BYU
 - 266 Three Angels
 - 267 The Word Network
 - 268 Daystar
 - 269 Smile of a Child
 - 270 Trinity Broadcast Network

SPORTS**

- 300 Fox College Sports — Atlantic
- 301 Fox College Sports — Central
- 302 Fox College Sports — Pacific
- 303 Tennis Channel
- 305 Golf Channel
- 307 Outdoor Channel
- 308 The Sportsman Channel
- 311 Fox Sports en Español
- 313 GoTV
- 315 TVG (Horse Racing)
- 316 Horse Racing TV
- 318 Max TV
- 319 Bleedbet TV

MOVIES**

- 340 Starz
- 341 Starz West
- 342 Starz Edge
- 343 Starz Edge West
- 344 Starz in Black
- 345 Starz Kids & Family
- 346 Starz Cinema
- 347 Starz Comedy
- 348 Encore
- 349 Encore West
- 350 Encore Love
- 351 Encore Love West
- 352 Encore Westerns
- 353 Encore Westerns West
- 354 Encore Mystery West
- 355 Encore Mystery West
- 356 Encore Drama
- 357 Encore Drama West
- 358 Encore Action
- 359 Encore Action West
- 360 Encore WAMI
- 361 Showtime
- 362 Showtime West
- 363 Showtime Showcase
- 364 Showtime Showcase West

SPANISH LANGUAGE**

- En Español**
- 440 Galavisión
 - 442 ESPN Deportes
 - 443 Fox Sports en Español
 - 444 GoTV
 - 448 CNN en Español
 - 447 Canal SUR
 - 448 TVE Internacional
 - 452 History Español
 - 453 Discovery en Español
 - 454 Viñar y Vivir
 - 456 Infinito
 - 457 MTV Tr3s
 - 458 VH Uno
 - 459 Telehit
 - 462 De Pelicula
 - 463 De Pelicula Clásico
 - 464 Cine Latino
 - 465 Cine Mexicano
 - 468 La Familia
 - 469 TV Chile
 - 470 TV Colombia
 - 472 Sorpresa
 - 473 Toon Disney Español
 - 474 Boomerang (ESP)*
 - 475 Discovery Kids en Español
 - 477 TBN Enlace
 - 478 EWTN Español

PREMIUMS**

- HBO
- 400 HBO
- 401 HBO West
- 402 HBO 2
- 403 HBO 2 West
- 404 HBO Signature
- 405 HBO Signature West
- 406 HBO Family
- 407 HBO Family West
- 408 HBO Comedy
- 409 HBO Comedy West
- 410 HBO Zone
- 412 HBO Zone West
- 413 HBO Latino
- 414 HBO Latino West

Cinemax

- 415 Cinemax
- 416 Cinemax West
- 417 More Max
- 418 More Max West
- 419 Action Max
- 420 Action Max West
- 421 Thriller Max
- 422 Thriller Max West
- 423 Women's Max
- 424 AI Max
- 425 Five Star Max
- 426 OuterMax

Other Premiums

- 430 Playboy TV
- 431 Playboy TV en Español
- 435 here!

Sports

- 508 ESPN Deportes
- 511 Comcast SportsNet — Mid-Atlantic
- 512 Mid-Atlantic Sports Network
- 513 Fox Sports en Español
- 514 Fox Soccer Channel
- 516 GoTV

Religion

- 588 TBN Enlace
- 589 EWTN Español

MUSIC CHOICE

- 600 Showcase
- 601 Today's Country
- 602 Classic Country
- 603 Bluegrass
- 604 R&B and Hip-Hop
- 605 Classic R&B
- 606 Smooth R&B
- 607 R&B Hits
- 608 Rap
- 609 Metal
- 610 Rock
- 611 Arena Rock
- 612 Classic Rock
- 613 Alternative
- 614 Retro-Active
- 615 Electronica
- 616 Dance
- 617 Adult Alternative
- 618 Soft Rock
- 619 Hit List
- 620 Party Favorites
- 621 90s
- 622 80s
- 623 70s
- 624 Solid Gold Oldies
- 625 Singers & Standards
- 626 Big Band & Swing
- 627 Easy Listening
- 628 Smooth Jazz
- 629 Jazz
- 630 Blues
- 631 Reggae
- 632 Soundscapes
- 633 Classical Masterpieces
- 634 Opera
- 635 Light Classical
- 636 Show Tunes
- 637 Contemporary Christian
- 638 Gospel
- 639 Radio Disney
- 640 Sounds of the Seasons
- 641 Música Urbana
- 642 Salsa y Merengue
- 643 Rock en Español
- 644 Pop Latino
- 645 Mexicana
- 646 Americana

Shopping

- 540 QVC
- 541 HSN
- 543 Shop NBC

Home & Leisure

- 545 Discovery Health
- 546 Viñar y Vivir
- 548 Infinito
- 550 Food Network
- 551 HGTV (Home & Garden Television)
- 552 Travel Channel

Pop Culture

- 555 E! Entertainment Television
- 556 A&E
- 557 SI TV
- 558 MTV
- 559 Mun2
- 559 Comedy Central
- 560 Sci-Fi Channel

Music

- 562 MTV Tr3s
- 563 MTV2
- 564 Telehit
- 565 VH Uno
- 566 CMT

Movies

- 569 De Pelicula
- 570 De Pelicula Clásico
- 571 Cine Mexicano
- 572 Cine Latino

Family

- 574 ABC Family
- 575 La Familia
- 576 TV Chile
- 577 TV Colombia
- 578 TV Land

URGE RADIO

- 647 Crunch
- 648 MTV2
- 649 Blues Part 2
- 650 Cover 2 Cover
- 651 CMT Radio
- 652 Diner
- 653 Wide Open Country
- 654 Voice Box
- 655 Vinyl
- 656 Dope
- 657 Hip-hopies
- 658 Celebration
- 659 Unforgettable
- 660 Marisa
- 661 TRL
- 662 Poppo
- 663 I Love the 80s
- 664 I Love the 90s
- 665 I Love the 70s
- 666 Neon
- 667 Reunion
- 668 Rocks
- 669 Axis
- 670 Opera Babylon
- 671 Dream Sequence
- 672 Crescendob
- 673 Bluegrass Radio
- 674 Push
- 675 Zen
- 676 Discotech
- 677 UltraSound
- 678 Praise
- 679 Smoke
- 680 Oasis
- 681 Swing
- 682 Radio Alterna
- 683 MTV2 Headbangers Ball
- 684 Blast
- 685 Gold
- 686 MTV Tr3s
- 687 NuGroove
- 688 Soul City
- 689 VH1 Soul
- 690 Cinema
- 691 Jazzup Broadway
- 692 Big World
- 693 Regga
- 694 Comedy

PAY PER VIEW

- 701 Events
- 702-707 ESPN/ESPN2 Sports/ GamePlan/Full Court

*A Spanish-language Secondary Audio Program (SAP) is available for selection.
**Subscription to corresponding premium channels and packages required.
Programming services offered within each package are subject to change, and not all programming services will be available at all times. Blackout restrictions also apply.