

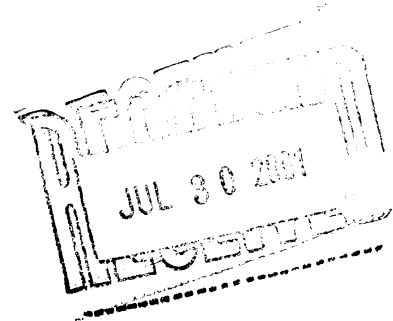
200 Harbor Drive  
Stamford, CT 06902  
Tel 203-328-4086  
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Edward Schor  
Director, Multiple ISP Development



July 23, 2001

Mr. Ronald Yokubaitis  
Texas Networking, Inc.  
823 Congress Avenue  
Suite 440  
Austin, TX 778701



Dear Mr. Yokubaitis:

Thank you for your inquiry concerning participation in Time Warner Cable's Multiple ISP (MISP) program. Since your last discussion with TWC, I have joined the company to work with those ISPs interested in partnering with us to offer high speed internet service. Attached, by way of introduction, is a copy of the press release announcing my appointment.

Since you contacted us, we have been moving along steadily to initiate the program. We have made substantial progress in addressing the myriad and complex technical, routing, bandwidth, provisioning, installation, billing, customer support and other issues that an undertaking of this magnitude presents, and, while numerous matters still need to be resolved, I am happy to report that we expect to launch the MISP service in a number of our divisions starting this fall. Consequently, we are now ready to begin discussions with those ISPs such as yourself who may wish to enter into a business relationship to provide high-speed service to consumers.

If you remain interested in discussing the opportunities that MISP presents, and to best move the process along, I ask that you please complete the attached questionnaire. It is designed to provide me with basic information about you, your company and your service. I apologize if some of the requested information duplicates what you may have previously submitted to my colleagues. However, this type of comprehensive format will be of great help in expediting my learning about your business, the particulars of your offerings to consumers and any unique aspects of those offerings, all toward helping to secure the best selection of ISP offerings for our mutual customers. Finally on this point,

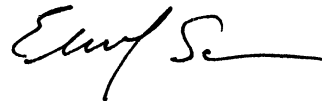
I believe the questionnaire to be in a convenient format, but please feel free to use any method you'd like to convey the information.

To the extent that your response includes information that you regard as proprietary, kindly identify it as such, and we will undertake to treat it confidentially.

Once I have had a chance to review your response, I'll be back in touch. I ask your indulgence if it should take time to get back to you, given the volume of ISP requests with which we are dealing.

In the interim, please do not hesitate to call me if you should have any questions. I can be reached at 203-328-4086. The questionnaire can be returned to my attention at the captioned address.

Sincerely,

A handwritten signature in black ink, appearing to read "Edward S." followed by a long horizontal flourish.

enclosure



FOR IMMEDIATE RELEASE

June 21, 2001

Contact: Michael Luftman  
(203) 328-0613

EDWARD SCHOR NAMED DIRECTOR,  
MULTIPLE ISP DEVELOPMENT FOR TIME WARNER CABLE

Edward N. Schor, a seasoned executive with extensive experience in the media industry, has joined Time Warner Cable as Director, Multiple ISP Development. He will be in charge of negotiating agreements with local and regional Internet Service Providers to be made available to Time Warner Cable customers as part of the company's commitment to offer a choice of ISPs on its networks.

"Ed Schor's long experience in the communications industry makes him an ideal person to lead this important part of our multiple ISP effort," said Christopher P. Bogart, President and CEO of Time Warner Cable Ventures. "His appointment illustrates Time Warner Cable's strong commitment to ISP choice, and especially to ensuring that local and regional ISPs are part of the mix of services we make available to our customers."

Schor will report to Satish Adige, Vice President, Cable Ventures, who will remain responsible for national ISP agreements.

Schor had been a partner in the law firm Wolf Block Schorr and Solis-Cohen in New York City. Before that he spent many years as Senior Vice President, General Counsel of Viacom's Cable and Broadcasting divisions, as well as Corporate Vice President, Associate General Counsel/Regulatory, of Viacom Inc. He also served as an attorney for Meredith Corporation and ABC.

He received a BA from Franklin and Marshall College, in Lancaster, PA, and a JD from New York University School of Law in New York City.

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**A. COMPANY INFORMATION**

1. Company Name: \_\_\_\_\_

Address: \_\_\_\_\_

Phone #: \_\_\_\_\_; Fax # \_\_\_\_\_; E-mail: \_\_\_\_\_

Contact Name: \_\_\_\_\_

URL: \_\_\_\_\_

2. Structure of the company (i.e., C-corp; S-corp; limited partnership; general partnership; joint venture; sole proprietorship): \_\_\_\_\_

3. State and date of incorporation/registration: \_\_\_\_\_

4. Jurisdictions in which the company currently has certificates of good standing/ authorizations to do business: \_\_\_\_\_

5. Company's d/b/a, if any: \_\_\_\_\_

6. Has the company done business under any name(s) other than as otherwise noted within the last 2 years?  
If so, please identify and provide the relevant dates : \_\_\_\_\_

\_\_\_\_\_

7. Names of principals (sole proprietorship/joint venture); principal stockholders (if not a public company); CEO/COO (stock companies; partnerships); managing members (LLC); general partners/managing limited partners (partnerships): \_\_\_\_\_

\_\_\_\_\_

**B. OPERATING INFORMATION**

8. Does the company currently provide DSL or broadband service? If so, please provide name of the network vendor and the geographical area of deployment: \_\_\_\_\_

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9. Does the company offer dial-up toll-free connectivity? If so, who is the network vendor, what is the toll-free number and what are the geographic boundaries of the service: \_\_\_\_\_

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**Please answer the following questions with respect to both dial-up and DSL service, as appropriate.**

10. Geographic location(s) currently served: (identify towns, cities or regions, as appropriate). Please also indicate how long you have been doing business in each location: \_\_\_\_\_

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11. Number of DSL modems deployed, if any, and vendor: \_\_\_\_\_

12. Number of POPs and addresses: \_\_\_\_\_

13. Hours/days during which tech telephone support is available: \_\_\_\_\_; during which other customer telephone support is available: \_\_\_\_\_

14. Is beeper tech support available at other times? \_\_\_\_\_; If yes, beeper numbers: \_\_\_\_\_

15. Number of dial-up lines: \_\_\_\_\_; Dial-up tel numbers: \_\_\_\_\_

16. Does the company have a website geared to consumers? If so, does it provide technical support? Please provide the URL: \_\_\_\_\_

17. Is the company affiliated with any other ISP or have a contractual relationship with another ISP pursuant to which the company resells services (dial-up or DSL) or pursuant to which the other ISP

provides customer related services? If so, please provide specifics: \_\_\_\_\_

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18. Current dial-up/DSL service offerings, their pricing and average monthly number of customers  
subscribing to each offering over the last 12 months : \_\_\_\_\_

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19. What unique attributes, if any, do you believe distinguishes your company's ISP service from that of  
other providers in your service areas? \_\_\_\_\_

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**Please provide any consumer information, promotional materials, advertising samples, media information etc. that you believe would be informative.**

**C. QUALITY OF SERVICE, CUSTOMER SATISFACTION, AND SERVICE COMMITMENT  
INDICIA**

20. Total number of employees: \_\_\_\_\_; number of employees devoted full time and part time to: (i) tech  
assistance \_\_\_\_\_; (ii) other customer support \_\_\_\_\_ (indicate full & part time)

21. Delinquent Customer experience (averaged monthly over last 12 months) as a percent of total customer  
base: \_\_\_%

22. Current total number of customers for each of your dial-up and DSL services: \_\_\_\_\_;  
average number of monthly customers (for each of DSL and dial-up) during: (i) the last 12  
months: \_\_\_\_\_; (ii) the last 24 months \_\_\_\_\_

23. Churn rate (i.e., total average monthly churns over the last 12 months (monthly churn = number of disconnects, for each of DSL and dial-up, during a month/ number of customers at start of month, expressed as a percent))  
: \_\_\_\_\_%

24. How much do you expect to spend on marketing and promotion in the next 12 months? \_\_\_\_\_