

**SEVENTH AMENDMENT TO
CENTURYLINK QUILT VENDOR CIS MASTER SERVICE AGREEMENT**

This **SEVENTH AMENDMENT** ("Amendment") is by and between **The Quilt, Inc.** ("Quilt") and **Qwest Communications Company, LLC f/k/a Qwest Communications Company, LLC** ("CenturyLink" or "Provider").

WHEREAS, Quilt and CenturyLink are parties to the Quilt Vendor CIS Master Service Agreement, dated July 1, 2008, CenturyLink Content ID: 255204 (the "Agreement"), pursuant to which CenturyLink provides commodity Internet services to certain specified authorized buyers; and

WHEREAS, Quilt and CenturyLink amended the Agreement by that certain First Amendment, dated May 8, 2009, CenturyLink Content ID: 289384 ("First Amendment") and that certain Second Amendment, dated October 14, 2010, CenturyLink Content ID: 337316 ("Second Amendment") and that certain Third Amendment, dated February 23, 2011, CenturyLink Content ID: 349012; and that certain Fourth Amendment, dated June 21, 2012, CenturyLink Content ID: 388479; and that certain Fifth Amendment, dated February 14, 2013, CenturyLink Content ID: 404225, and that certain Sixth Amendment, dated June 2, 2014, CenturyLink NSP: 72541.

WHEREAS, for the promises contained herein and for other valuable consideration, Quilt and CenturyLink now wish to further amend the Agreement as follows:

1. Term and Termination. Section 7 of the Agreement is hereby modified to change the length of the existing Term as follows:

New Initial Term. The parties agree to start a new Initial Term that shall commence on the Effective Date of this Amendment and shall continue in effect thereafter for an initial term of one (1) year, unless earlier terminated in accordance with the terms of the Agreement. Thereafter, the term of the Agreement will automatically renew for one (1) year unless either party gives written notice of nonrenewal to the other party at least sixty (60) days before the end of the then-current term.

All other terms and conditions of the Agreement shall remain unchanged and shall continue in full force and effect.

The Quilt, Inc.

**Qwest Communications Company, LLC
d/b/a CenturyLink QCC**

By: [Signature]
Name: Jennifer Leasure
Title: President
Date: 6/27/14

By: [Signature]
Name: Richard Fernandez
Title: Offer Management
Date: 6/11/14