

CINCINNATI BELL INC  
Form 8-K  
December 30, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report: December 23, 2010**

**CINCINNATI BELL INC.**

**(Exact name of registrant as specified in its charter)**

Ohio

1-8519

31-1056105

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

221 East Fourth Street  
Cincinnati, Ohio

45202

(Address of principal  
executive offices)

(Zip Code)

Registrant's telephone number, including area code: (513) 397-9900

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Form 8-K****Cincinnati Bell Inc.****Section 1 Registrant's Business and Operations****Item 1.01 Modification of a Material Definitive Agreement.**

On December 23, 2010, Cincinnati Bell Inc. (the Company ), its wholly-owned receivables subsidiary Cincinnati Bell Funding LLC ( CB Funding ), the various Purchasers and Purchaser Agents and PNC Bank, National Association as Administrator entered into the Seventh Amendment to Receivables Purchase Agreement dated as of December 23, 2010 (the Seventh Amendment ). The Seventh Amendment amends the Company's Receivables Purchase Agreement originally entered into on March 23, 2007, among the Company, CB Funding, the various Purchaser Groups identified therein and PNC Bank, National Association (as amended, the Agreement ), by adding Cincinnati Bell Data Centers Inc. ( CBDC ) as an Originator to the Agreement. On December 23, 2010, the Company, CB Funding and CBDC entered into the Joinder and Fourth Amendment to Purchase and Sale Agreement dated as of December 23, 2010, among CBDC as a New Originator, the Originators identified therein, CB Funding and the Company as sole member of CB Funding and as Servicer (the Joinder Agreement ). The Joinder Agreement amends the Purchase and Sale Agreement dated as of March 23, 2007, among CB Funding, the Company and the various Originators identified therein (as amended, the Purchase and Sale Agreement ), by adding CBDC as an Originator to the Purchase and Sale Agreement.

**Item 9.01 Financial Statements and Exhibits.**

## (d) Exhibits

- 99.1 Seventh Amendment to Receivables Purchase Agreement dated as of December 23, 2010, to the Receivables Purchase Agreement, dated as of March 23, 2007, among Cincinnati Bell Funding LLC as Seller, Cincinnati Bell Inc. as Servicer, the Purchasers and Purchaser Agents identified therein, and PNC Bank, National Association as Administrator for each Purchaser Group.
  
  - 99.2 Joinder and Fourth Amendment to Purchase and Sale Agreement dated as of December 23, 2010, among Cincinnati Bell Data Centers Inc. as a New Originator, the Originators identified therein, Cincinnati Bell Funding LLC and Cincinnati Bell Inc. as sole member of Cincinnati Bell Funding and as Servicer.
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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CINCINNATI BELL INC.**

By: /s/ Christopher J. Wilson  
Christopher J. Wilson  
Vice President, General Counsel &  
Secretary

Date: December 30, 2010

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**Exhibit Index**

**Exhibit**

<b>No.</b>	<b>Exhibits</b>
99.1	Seventh Amendment to Receivables Purchase Agreement dated as of December 23, 2010, to the Receivables Purchase Agreement, dated as of March 23, 2007, among Cincinnati Bell Funding LLC as Seller, Cincinnati Bell Inc. as Servicer, the Purchasers and Purchaser Agents identified therein, and PNC Bank, National Association as Administrator for each Purchaser Group.
99.2	Joinder and Fourth Amendment to Purchase and Sale Agreement dated as of December 23, 2010, among Cincinnati Bell Data Centers Inc. as a New Originator, the Originators identified therein, Cincinnati Bell Funding LLC and Cincinnati Bell Inc. as sole member of Cincinnati Bell Funding and as Servicer.