

CorpAmerica, Inc.

30 Old Rudnick Lane • Dover, Delaware 19901
 (302) 736-4300 • Toll Free: (888) 736-4300 • Fax: (302) 736-4300
<http://www.CorpAmerica.com> • <http://www.LawService.com>

Corporate Services Specializing in Delaware

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Corporate Records Bureau
 Division of Corporations
 George Firestone Building
 409 E. Gaines Street
 Tallahassee, FL 32399

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 *****25.00 *****25.00

RE: Falcon Cable Communications, LLC

Dear Corporations:

Please file the enclosed Statement of Change of Registered Office or Registered Agent or Both, for the above referenced corporation in the State of Florida. Also enclosed is our check for \$25.00 to cover the necessary filing fees.

Please return the filed document in the enclosed envelope to:

CorpAmerica, Inc.
 Melissa A. Chung
 P. O. Box 811
 Dover, DE 19903-0811

If you have any questions or problems, please feel free to contact me.
 Thank you very much.

Sincerely,

Melissa A. Chung

Melissa A. Chung
 Corporate Specialist

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Enclosures

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: Falcon Cable Communications, LLC
2. The mailing address of the limited liability company is: 12444 Powerscourt Drive, Suite 100,
St. Louis, MO 63131

8/6/98

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3. Date of filing/registration in Florida
4. Document number
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

CT Corporation System

Name

1200 S. Pine Island Rd.

Address

Plantation, FL 33324

City, State and Zip

6. The name and address of the new registered agent and/or office:

CorpAmerica, Inc.

Name

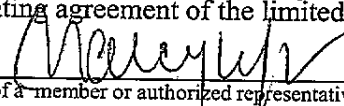
1525 S. Andrews Avenue, Suite 216

Florida street address (P.O. Box NOT acceptable)

Ft. Lauderdale FL 33316

City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

Marcy Lifton, Vice President

(Printed or typed name of signer)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Melissa A. Chung

(Signature of Registered Agent)

Melissa A. Chung

Assistant Secretary

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA