

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**Apr 20 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT #. 378179 (6)**

1. Corporation Name  
**MEDIAONE OF SOUTH FLORIDA, INC.**



Principal Place of Business <b>THE PILOT HOUSE                  LEWIS WHARF                  BOSTON MA 02110                  US</b>	Mailing Address <b>THE PILOT HOUSE                  LEWIS WHARF                  BOSTON MA 02110                  US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 <b>7800 East Orchard Road</b> Suite, Apt. #, etc. 22 <b>#390</b> City & State 23 <b>Englewood, Colorado</b> Zip Country 24 <b>80111</b> 25	2a. Mailing Address 26 <b>7800 East Orchard Road</b> Suite, Apt. #, etc. 27 <b>#390</b> City & State 28 <b>Englewood, Colorado</b> Zip Country 29 <b>80111</b> 30	3. Date Incorporated or Qualified <b>03/02/1971</b>	4. FEI Number <b>05-0346725</b>	Applied For Not Applicable
		5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>	
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>	
		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30 <input type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent <b>C T CORPORATION SYSTEM                  1200 SOUTH PINE ISLAND ROAD                  PLANTATION FL 33324</b>	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>P</b> <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>PD</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>SCHLEYER, WILLIAM T</b>	1.2 NAME	<b>Janice C. Peters</b>
STREET ADDRESS	<b>20 SOUTH ROAD</b>	1.3 STREET ADDRESS	<b>9785 Maroon Circle, Suite 210</b>
CITY-ST-ZIP	<b>RYE BEACH NH</b>	1.4 CITY-ST-ZIP	<b>Englewood, Colorado 80112</b>
TITLE	<b>CD</b> <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>EVP</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>HOSTETTER, AMOS B. JR.</b>	2.2 NAME	<b>Ronald H. Cooper</b>
STREET ADDRESS	<b>10 LOUISBERG SQUARE</b>	2.3 STREET ADDRESS	<b>The Pilot House, Lewis Wharf</b>
CITY-ST-ZIP	<b>BOSTON MA</b>	2.4 CITY-ST-ZIP	<b>Boston, MA 02110</b>
TITLE	<b>SD</b> <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<b>T</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>DUNHAM, W. LEE H.</b>	3.2 NAME	<b>Robert P. Kikes</b>
STREET ADDRESS	<b>18 LINCOLN STREET</b>	3.3 STREET ADDRESS	<b>198 Inverness Drive West</b>
CITY-ST-ZIP	<b>BELMONT MA</b>	3.4 CITY-ST-ZIP	<b>Englewood, Colorado 80112</b>
TITLE	<b>VCD</b> <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<b>VP</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>NEHER, TIMOTHY</b>	4.2 NAME	<b>Frank M. Eichler</b>
STREET ADDRESS	<b>109 COMMONWEALTH AVE</b>	4.3 STREET ADDRESS	<b>7800 East Orchard Road, #200</b>
CITY-ST-ZIP	<b>BOSTON MA</b>	4.4 CITY-ST-ZIP	<b>Englewood, Colorado 80111</b>
TITLE	<b>VPT</b> <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<b>S</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>KRAUSS, ERIC P.</b>	5.2 NAME	<b>Sharon O'Leary</b>
STREET ADDRESS	<b>1666 COMMONWEALTH AVE APT 33</b>	5.3 STREET ADDRESS	<b>7800 East Orchard Road, #200</b>
CITY-ST-ZIP	<b>BRIGHTON MA</b>	5.4 CITY-ST-ZIP	<b>Englewood, Colorado 80111</b>
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	<b>See attached list for complete list of officers.</b>
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

CR2E034 (10/97)

**Directors, Officers, etc.**

**MediaOne of South Florida, Inc.**

**Wednesday, April 08, 1998**

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**DIRECTORS:**

**Janice C. Peters** Director  
Primary 9785 Maroon Circle  
Address: Suite 210  
Englewood, Colorado 80112  
Primary Phone: (303) 649-4600

**OFFICERS:**

**Janice C. Peters** President & Chief Operating Officer  
Primary 9785 Maroon Circle  
Address: Suite 210  
Englewood, Colorado 80112  
Primary Phone: (303) 649-4600

**Ronald H. Cooper** Executive Vice President  
Primary c/o Continental Cablevision  
Address: The Pilot House, Lewis Wharf  
Boston, MA 02110  
Primary Phone: (617) 854-3220

**Robert P. Kikes** Senior Vice President, Chief Financial Officer, Treasurer & Senior Vice  
President-Finance  
Primary 198 Inverness Drive West  
Address: Englewood, Colorado 80112  
Primary Phone: 303-784-2991

**Frank M. Eichler** Vice President  
Primary 7800 East Orchard Road  
Address: Suite 200  
Englewood, Colorado 80111  
Primary Phone: 303 793-6407

**Sharon A. O'Leary** Secretary  
Primary 7800 East Orchard Road, #200  
Address: Englewood, CO 80111-2565  
Primary Phone: 303-793-6353

**Stephen E. Brilz** Assistant Secretary  
Primary 7800 East Orchard Road  
Address: Suite 390  
Englewood, Colorado 80111  
Primary Phone: (303)793-6626

**Glenda M. Hajar** Assistant Secretary

MediaOne of South Florida, Inc.

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Primary 7800 East Orchard Road  
Address: Suite 390  
Englewood, Colorado 80111  
Primary Phone: (303)793-6531

Sean C. Lindsay Assistant Secretary  
Primary 7800 Orchard Road  
Address: Suite 390  
Englewood, CO 80111  
Primary Phone: 796-6056

Antonia D. Ozeroff Assistant Secretary  
Primary 1801 California Street  
Address: Room 5200  
Denver, Colorado 80202  
Primary Phone: (303) 896-2091

Karin M. Writer Assistant Secretary  
Primary 7800 East Orchard Road  
Address: Suite 390  
Englewood, Colorado 80111  
Primary Phone: None given

H.W. Goodall Senior Vice President & General Manager  
Primary None given  
Address: None given  
Primary Phone: None given

Douglas D. Holmes Executive Vice President - Finance and Strategy  
Primary 7800 East Orchard Road  
Address: Suite 200  
Englewood, Colorado 80111  
Primary Phone: 303-793-6398

Nancy N Powell Vice President - Marketing  
Primary None given  
Address: None given  
Primary Phone: None given

John Waksmunski Assistant Clerk  
Primary None given  
Address: None given  
Primary Phone: None given