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FILED  
Apr 23 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 829003 (3)  
1. Corporation Name  
CONTINENTAL CABLEVISION, INC.



Principal Place of Business PILOT HOUSE LEWIS WHARF BOSTON MA 02110	Mailing Address PILOT HOUSE LEWIS WHARF BOSTON MA 02110
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 7800 East Orchard Road Suite, Apt. #, etc. 22 Suite #390 City & State 23 Englewood, Colorado Zip Country 24 80111 25		2a. Mailing Address 26 7800 East Orchard Road Suite, Apt. #, etc. 27 Suite #390 City & State 28 Englewood, Colorado Zip Country 29 80111 30		3. Date Incorporated or Qualified 11/14/1972	
4. FEI Number 04-2370836		Applied For Not Applicable		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees		7. 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 PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYES STREET SUITE 105 TALLAHASSEE FL 32301				10. Name and Address of New Registered Agent	
81 Name					
82 Street Address (P.O. Box Number is Not Acceptable)					
83					
84 City				FL 85 Zip Code	

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	TVP KRAUSS, P. ERIC 1666 COMMONWEALTH AVENUE BRIGHTON MA	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	P/CEO Janice C. Peters 9785 Maroon Circle, Suite 210 Englewood, Colorado 80112
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P SCHLEYER, WILLIAM T 20 SOUTH ROAD RYE BEACH NH	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	EVP Ronald H. Cooper The Pilot House, Lewis Wharf Boston, MA 02110
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD HOSTETTER, A.B., JR. 10 LOUISBURG SQUARE BOSTON MA	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	VP/T Robert P. Kikes 198 Inverness Drive West Englewood, Colorado 80112
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SD DUNHAM, W LEE H 16 LINCOLN ST BELMONT MA	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	SE Sharon A. O'Leary 7800 East Orchard Road, #200 Englewood, Colorado 80111
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VCD NEHER, TIMOTHY P 109 COMMONWEALTH AVE. BOSTON MA 02116	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	AS Nancy B. Andersson 7800 East Orchard Road, Suite #390 Englewood, Colorado 80111
TITLE NAME STREET ADDRESS CITY-ST-ZIP		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	DIR Charles M. Lillis 7800 East Orchard Road Englewood, Colorado 80111

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 Delaware, Inc.**

**Tuesday, April 14, 1998**

**DIRECTORS:**

**Charles M. Lillis** Director  
Primary Address: 7800 East Orchard Road  
Suite 200  
Englewood, Colorado 80111  
Primary Phone: (303)793-6315

**OFFICERS:**

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

**Ronald H. Cooper** Executive Vice President  
Primary Address: c/o Continental Cablevision  
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 Address: 198 Inverness Drive West  
Englewood, Colorado 80112  
Primary Phone: 303-784-2991

**Stephen R. Bouchard** Vice President - Marketing (New England Region)  
Primary Address: None given  
Primary Phone: None given

**Brenda L. Fox** Vice President - Federal Relations  
Primary Address: c/o Continental Cablevision  
1320 19th Street, NW, Suite 201  
Washington, DC 20036  
Primary Phone: (202) 466-7005

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

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

**MediaOne of Delaware, Inc.**

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<b>Primary Phone:</b>	303-793-6353	
<b>Nancy B. Andersson</b>		<b>Assistant Secretary</b>
<b>Primary Address:</b>	7800 East Orchard Road Suite 390 Englewood, CO 80111	
<b>Primary Phone:</b>	303-793-6498	
<b>Stephen E. Brilz</b>		<b>Assistant Secretary</b>
<b>Primary Address:</b>	7800 East Orchard Road Suite 390 Englewood, Colorado 80111	
<b>Primary Phone:</b>	(303)793-6626	
<b>Sean C. Lindsay</b>		<b>Assistant Secretary</b>
<b>Primary Address:</b>	7800 Orchard Road Suite 390 Englewood, CO 80111	
<b>Primary Phone:</b>	796-6056	
<b>Karin M. Writer</b>		<b>Assistant Secretary</b>
<b>Primary Address:</b>	7800 East Orchard Road Suite 390 Englewood, Colorado 80111	
<b>Primary Phone:</b>	None given	
<b>Gregory M. Braden</b>		<b>Vice President - Telephony Services</b>
<b>Primary Address:</b>	115 Perimeter Center Place Suite 1150 Atlanta, Georgia 30346	
<b>Primary Phone:</b>	(404) 395-0304	
<b>Douglas D. Holmes</b>		<b>Executive Vice President - Finance and Strategy</b>
<b>Primary Address:</b>	7800 East Orchard Road Suite 200 Englewood, Colorado 80111	
<b>Primary Phone:</b>	303-793-6398	
<b>R.B. Lerch</b>		<b>Vice President - Programming</b>
<b>Primary Address:</b>	None given	
<b>Primary Phone:</b>	None given	
<b>Kathie Longnecker</b>		<b>Senior Vice President - Human Resources</b>
<b>Primary Address:</b>	None given	
<b>Primary Phone:</b>	None given	
<b>Patrick K. Mische</b>		<b>Assistant Clerk</b>
<b>Primary Address:</b>	c/o Sullivan & Worcester One Post Office Square Boston, MA 02109	
<b>Primary Phone:</b>	(617) 338-2870	
<b>Tracie A. Muesing</b>		<b>Senior Vice President &amp; Information Manager</b>

**MediaOne of Delaware, Inc.**

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Primary Address: 700 West Mineral Avenue  
Suite SDB 15.01  
Littleton, Colorado 80120  
Primary Phone: (303)896-1241

**Jedd Palmer** Senior Vice President - Programming

Primary Address: None given  
Primary Phone: None given

**Jerry L. Wolfer** Senior Vice President - Engineering

Primary Address: None given  
Primary Phone: None given