

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171

800-342-8086

B95000000160



ACCOUNT NO. : 072100000032

REFERENCE : 589433 1217A

AUTHORIZATION

COST LIMIT :

Patricia Pyzdek

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -3 PM 2:00

ORDER DATE : May 1, 1995

ORDER TIME : 9:15 AM

ORDER NO. : 589433

CUSTOMER NO: 1217A

CUSTOMER: Kimberly Lieb, Legal Assistant
Buchanan Ingersoll, P.c.
58th Floor
600 Grant Street
Pittsburgh, PA 15219

385.00

000001473850

380

FOREIGN FILINGS

NAME: TELESAT ACQUISITION LIMITED
PARTNERSHIP

XX PROFIT
NON-PROFIT

XX CORPORATE
XX LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

(BRL)

CONTACT PERSON: Jennifer Moran

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. Telesat Acquisition Limited Partnership
(Name of limited partnership as it is in the home state;

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware 4. April 28, 1995
(State of Formation) (Date of Formation)

5. The Prentice-Hall Corporation System, Inc.
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street, Suite 105
(Street Address of Registered Office)

Tallahassee , Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

Marcia A. Havner
(Agent must sign on this line) MARCIA A. HAVNER, Assistant Secretary

8. 5 West Third Street, Coudersport, Pa. 16915
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

Olympus Communications, L.P.

5 West Third Street
Coudersport, Pa. 16915

A24751

10. 5 West Third Street, Coudersport, Pa. 16915
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 5 West Third Street, Coudersport, Pa. 16915
(Mailing Address of Limited Partnership)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -3 PM 2:00

This _____ day of April, 19 95.

Olympus Communications, L.P.
BY: ACP Holdings, Inc., Managing General Partner
BY: _____
General Partner

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 MAY -3 PM 2:00

STATE OF PA

COUNTY OF Pott.

THE FOREGOING instrument was acknowledged and sworn to before me this 1st day
of May, 1995, by ACP Holdings, Inc. (Name of General Partner) of

Telesat Acquisition Limited Partnership

(Name of Limited Partnership), A Delaware (State or Country) Limited
Partnership, on behalf of the Limited Partnership.

Jo Ann W. Langley
Notary Public

State of _____ at Large

(SEAL)

My Commission Expires:

Notarial Seal
Jo Ann W. Langley, Notary Public
Coudersport Area, Potter County
My Commission Expires Oct. 7, 1996

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared _____, a
general partner of Telesat Acquisition Limited Partnership, a (an)
Delaware limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 50,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 50,000.00.

This _____ day of _____, 19 95

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner
Olympus Communications, L.P.
BY: ACP Holdings, Inc., Managing General Partner
BY: [Signature]

FILED STATE
SECRETARY OF CORPORATIONS
95 MAY -3 PM 2:00

STATE OF PA
COUNTY OF Pitt
DATE _____

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared [Signature] (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this _____ day of May, 19 95.

[Signature]
Notary Public

Seal

State of _____ at Large
My Commission Expires: _____

Notarial Seal
Jo Ann W. Langley, Notary Public
Coudersport Boro, Potter County
My Commission Expires Oct. 7, 1996

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Mathern
Secretary of State
DIVISION OF CORPORATIONS

FILED

1995 OCT 17 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
B95000000160

TELESAT ACQUISITION LIMITED PARTNERSHIP

Mailing Address

5 WEST THIRD STREET
COUDERSPORT PA 18015

Principal Office Address

5 WEST THIRD STREET
COUDERSPORT PA 18015

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

600001617666
-10/23/95--01048--016

2a. New Principal Office, if Applicable

****180.75 ****468.75

Suite, Apt. #, etc.

City, State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA
05/03/1995

3a. Date of Last Report

4. State or Country of Formation

DE

5a. Capital Contributions as Shown
on Record

\$50,000.00

5b. Amount of Capital Contributions in
FLORIDA to date:

\$50,000.00

6. FEI Number

25-1767254

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

Yes - Attach to this report
No - Attach to next report

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE.

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET, SUITE 105
TALLAHASSEE FL 32301

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

OLYMPUS COMMUNICATIONS, L.P.

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

5 WEST THIRD STREET

11b. City, State & Zip Code

COUDERSPORT PA 18015

11c. Registration/
Document Number

A29351

AL - \$350.00
SF - \$138.75

10/20/95a

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Randall D. Fisher

DATE 10/5/95

Randall D. Fisher, Vice President of ACP Holdings, Inc. (814) 274-9830

Typed or Printed Name of General Partner Signing Form the General Partner of Olympus Communications, L.P.