

1204 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9071
904-222-0139

800-342-8086



1395000000355

ACCOUNT NO. : 072100000032

REFERENCE : 682061 86901D

AUTHORIZATION : Patricia Pizik

COST LIMIT : \$ 140.00

ORDER DATE : September 14, 1995

ORDER TIME : 9:47 AM

ORDER NO. : 682061

CUSTOMER NO: 86901D

CUSTOMER: Mr. Sepham George
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

DIVISION OF CORPORATIONS

95 SEP 14 AM 11:10

RECEIVED

900001584799

FOREIGN FILINGS

NAME: TW SERVICE HOLDING II, L.P.

XX PROFIT
 NON-PROFIT

 CORPORATE
XX LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 10 AM 11:56

D.K.

10/10/95

Sandra B. Mortham, Secretary of State

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

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 OCT 10 AM 11:56

1. TW Service Holding II, L.P.
(Name of limited partnership as it is in the home state;
2. TW Service Holding II, Limited Partnership
(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
(State of Formation)
4. August 17, 1993
(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, Ass't Secy.
(Agent must sign on this line) Marcia A. Havner, Ass't Secretary
8. 32 Loockerman Square, L-100 Dover, DE 19904
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS

	SPECIFIC ADDRESS
<u>840667</u> American Television and Communications Corporation	75 Rockefeller Plaza New York, NY 10019
<u>P39896</u> Time Warner Operations Inc.	" "
<u>P04839</u> Warner Cable Communications Inc.	" "
<u>P4500003270</u> Warner Communications Inc.	" "
10. 75 Rockefeller Plaza New York, NY 10019
(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.

75 Rockefeller Plaza, c/o Marie White

12. New York, NY 10019

(Mailing Address of Limited Partnership)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 10 AM 11:56

This 12th day of September, 19 95.

Marie N. White

General Partner Marie N. White, Asst. Secretary
American Television and Communications Corporation

STATE OF New York

COUNTY OF New York

THE FOREGOING instrument was acknowledged and sworn to before me this 12th day

of September, 19 95, by Marie N. White, Asst. Secretary of American Television and Communications Corporation of
(Name of General Partner)

TW Service Holding II, L.P., a Delaware
(Name of Limited Partnership)

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

Kathryn M. McNulty
Notary Public

KATHRYN M. MCNULTY
Notary Public, State of New York
No. 01MC5042593
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires April 24, 1997

State of New York at Large

(SEAL)

My Commission Expires: April 24, 1997

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME the undersigned personally appeared Marie N. White, Asst. Secretary of American Television and Communications Corporation, a general partner of TW Service Holding II, L.P., 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 \$ 625.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ -0-.

This 12th day of September, 1995.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Marie N. White

Marie N. White General Partner - American Television and
Asst. Secretary Communications Corporation

State of New York

County of New York

Date September 12, 1995

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 Marie N. White, Asst. Sec. of American Television and Communications Corporation - (General Partner), known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she 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 12th day of September, 1995.

Kathryn M. McNulty

Notary Public

KATHRYN M. MCNULTY
Notary Public, State of New York
No. 01MC5042693
Qualified in Nassau County
Commission Expires April 24, 1997

Seal

State of New York at Large

My commission expires: April 24, 1997

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 OCT 10 AM 11:56

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND 50% PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



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

FILED
95 OCT 30 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Name of Limited Partnership
TW Service Holding II, L.P.

1a. DOCUMENT #
B9500000355

Mailing Address
75 Rockefeller Plaza
c/o Marie White
New York, NY 10019

Principal Office Address
75 Rockefeller Plaza
New York, NY 10019

2. New Mailing Address, if Applicable
Suite Apt # etc
City State & Zip

2a. New Principal Office Address, if Applicable
Suite Apt # etc
City State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA
10-10-95

3a. Date of Last Report

4. State or Country of Formation
Delaware

5a. Capital Contributions as Shown
on Record

5b. Amount of Capital Contributions in
FLORIDA to date

6. F.I. Number
13-3728153

200001629032
-11/06/95--01030--005
****191.25 ****191.25

7. CERTIFICATE OF STATUS REQUIRED ☐

Applied for ☐
Not Applicable ☐

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1/10 on amount entered in 5b or be 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
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City State & Zip Code	11c. Registration/ Document Number
American Television and Communications Corporation	c/o 75 Rockefeller Plaza	New York, NY 10019	840666
Time Warner Operations Inc.	" "	" "	P39856
Warner Cable Communications Corporation	" "	" "	P09839
Warner Communications Inc.	" "	" "	P95000003270

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 Marie N. White Marie N. White, Asst. Sec'y DATE 10/19/95
Typed or Printed Name of General Partner Signing Form AMERICAN TELEVISION AND COMMUNICATIONS CORPORATION, a General Partner of
TW Service Holding II, L.P. Telephone Number

CR2E003 (6/95)