

H03000004916

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
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FOREIGN PROFIT QUALIFICATION

Cable Express Operating, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
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03 OCT -2 AM 7:50
DIVISION OF CORPORATION

03 OCT -1 AM 11:18
ST. AUGUSTINE, FLORIDA
ALLIANCE, FLORIDA

10-2-03

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Cable Express Operating, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 20-0254816
(FEI number, if applicable)
4. September 24, 2003
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 33 Collegeview Road, Westerville, OH 43081
(Principal office address)
33 Collegeview Road, Westerville, OH 43081
(Current mailing address)
8. Residential cable television, broadband and related installation services for national cable television companies and other telecommunications providers.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road,
Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.

By: Beverlee Stuewe CT Corporation System
(Registered agent's signature) **Beverlee Stuewe**
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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FLORIDA

12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: See attached list.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Russell S. Zimmerman, Vice President
(Typed or printed name and capacity of person signing application)APPROVED
AND
FILED
03 OCT -1 AM 11:18
U.S. DEPT. OF JUSTICE

CABLE EXPRESS OPERATING, INC.
OFFICER AND DIRECTOR LIST

<u>Name & Title</u>	<u>Address</u>
Douglas Berman, Director	33 Collegeview Road Westerville, OH 43081
Arthur F. Heller, Director	33 Collegeview Road Westerville, OH 43081
Jack F. Farrell, Jr., President and Chief Executive Officer	33 Collegeview Road Westerville, OH 43081
Tim Coffey, Chief Financial Officer	33 Collegeview Road Westerville, OH 43081
Adam S. Herman, Vice President and Assistant Secretary	33 Collegeview Road Westerville, OH 43081
Randall J. Zimmerman, Vice President and Secretary	33 Collegeview Road Westerville, OH 43081
Laura L. Macias, Vice President	33 Collegeview Road Westerville, OH 43081
Brad Smith, Vice President	33 Collegeview Road Westerville, OH 43081

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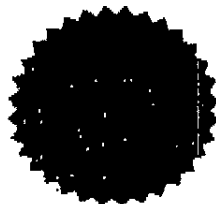
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CABLE EXPRESS OPERATING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3707589 8300

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AUTHENTICATION: 2663582

DATE: 09-30-03

TOTAL P.05