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**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. Mediacom Worldwide 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/23/1997 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/2007  
(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. 498 Seventh Avenue, New York, New York 10018  
(Principal office address)

498 Seventh Avenue, New York, New York 10018  
(Current mailing address)

8. Media Communications  
(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: United Corporate Services, Inc.

Office Address: 9200 South Dadeland Blvd. Ste. 508

Miami, Florida 33156  
(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.*

  
(Registered agent's signature)

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.

2009 NOV 30 PM 1:57  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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**12. Names and business addresses of officers and/or directors:**

**A. DIRECTORS**

Chairman: See Schedule A attached hereto

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: See Schedule A attached hereto

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. Kevin Farewell - Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

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**Schedule A to  
Application By Foreign Corporation For Authorization To Transact Business In  
Florida Of  
MediaCom Worldwide Inc.**

**12. Names and business addresses of officers and/or directors:**

**A. Directors**

<b>Name</b>	<b>Address</b>
Doug Checkeris	498 Seventh Avenue, New York, New York 10018
Mark Piazza	498 Seventh Avenue, New York, New York 10018

**B. Officers**

<b>Title</b>	<b>Name</b>	<b>Address</b>
Chief Executive Officer	Doug Checkeris	498 Seventh Avenue New York, New York 10018
Chief Client Officer	Euan Jarvey	498 Seventh Avenue New York, New York 10018
Senior Vice President – Taxes	Thomas O. Neuman	125 Park Avenue New York, New York 10017
Vice President and Secretary	Kevin Farewell	125 Park Avenue New York, New York 10017
Chief Financial Officer	Mark Piazza	498 Seventh Avenue New York, New York 10018
Senior Partner and Director of Human Resources	Marti Solomon	498 Seventh Avenue New York, New York 10018
Vice President and Treasurer	Thomas O. Lobene	125 Park Avenue New York, New York 10017
Vice President – Taxes	Peter Alcala	777 Third Avenue New York, New York 10017

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDIACOM WORLDWIDE 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 NOVEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MEDIACOM WORLDWIDE INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7665925

DATE: 11-30-09

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