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Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

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*****70.00 *****70.00

CORPORATION(S) NAME

Genesis Cable Management, Inc.

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION BUSINESS IN FLORIDA**

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

1. Genesis Cable Management, 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. 54-1818607
(FEI number, if applicable)
4. August 28, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. One Boar's Head Place, Suite C
Charlottesville, VA 22903-4612
(Current mailing address)
8. To provide cable service.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Marilyn Lizzio
(Registered agent's signature) (Officer)

Marilyn Lizzio - Asst. Sec'y
(Type Name and Title of Officer)

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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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Smedley D. Butler, III

Address: One Boar's Head Place, Suite C

Charlottesville, Virginia 22903-4612

Director: George L. Jones

Address: 3294 Ashburton Chase

Roswell, Georgia 30075

B. OFFICERS

President: Smedley D. Butler, III

Address: One Boar's Head Place, Suite C

Charlottesville, Virginia 22903-4612

Vice President: George L. Jones

Address: 3294 Ashburton Chase

Roswell, Georgia 30075

Secretary: George L. Jones

Address: 3294 Ashburton Chase

Roswell, Georgia 30075

Treasurer: George L. Jones

Address: 3294 Ashburton Chase

Roswell, Georgia 30075

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

13. *Smadley D. Butler* October 11, 1996
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Smadley D. Butler, III, President
(Typed or printed name and capacity of person signing application)

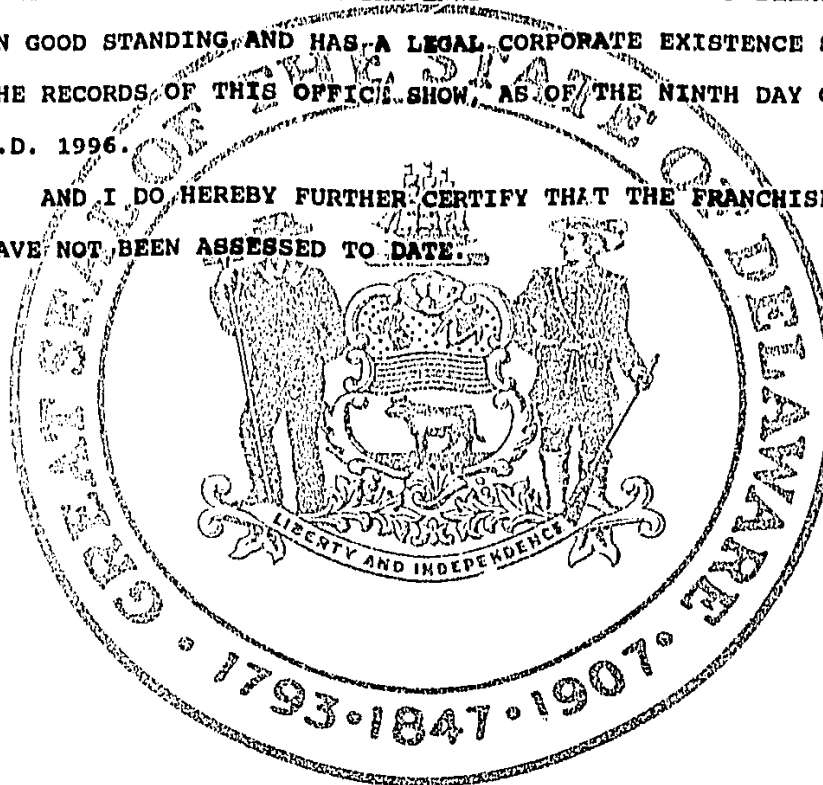
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GENESIS CABLE MANAGEMENT, 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 NINTH DAY OF OCTOBER, A.D. 1996.

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



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Edward J. Freel

Edward J. Freel, Secretary of State

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960293696

AUTHENTICATION:

DATE:

8140023

10-09-96