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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

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Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

200002016862--9

-12/02/96--01014--020

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

CORPORATION(S) NAME

Booth Communications of Florida, Inc.

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☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

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CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. BOOTH COMMUNICATIONS OF FLORIDA, 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. Michigan
(State or country under the law of which it is incorporated)
3. Applied
(FEI number, if applicable)
4. November 5, 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 617.156, F.S.))
7. 333 W. Fort St. Ste 1230, Detroit, Michigan 48226
(Current mailing address)
8. See attached purpose clause
(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

Sharon L. Gahlau, Asst. V.P.
(Registered agent's signature) (Officer)

Sharon L. Gahlau, Asst. V.P.
(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: _____

Director: ~~Vice Chairman~~ Ralph H. Booth II

Address: 333 W. Fort Street, Suite 1230

Detroit, MI 48226

Director: John L. Booth, II

Address: 333 W. Fort St. Ste 1230

Detroit, Michigan 48226

Director: Louise C. Booth

Address: 333 W. Fort St. Ste 1230

Detroit, Michigan 48226

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

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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. Ralph H. Booth II, Chief Executive Officer _____
(Typed or printed name and capacity of person signing application)

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
BOOTH COMMUNICATIONS OF FLORIDA, INC.**

Owning, Operating, and managing cable television and other
telecommunications systems and providing cable television and other
telecommunication services.

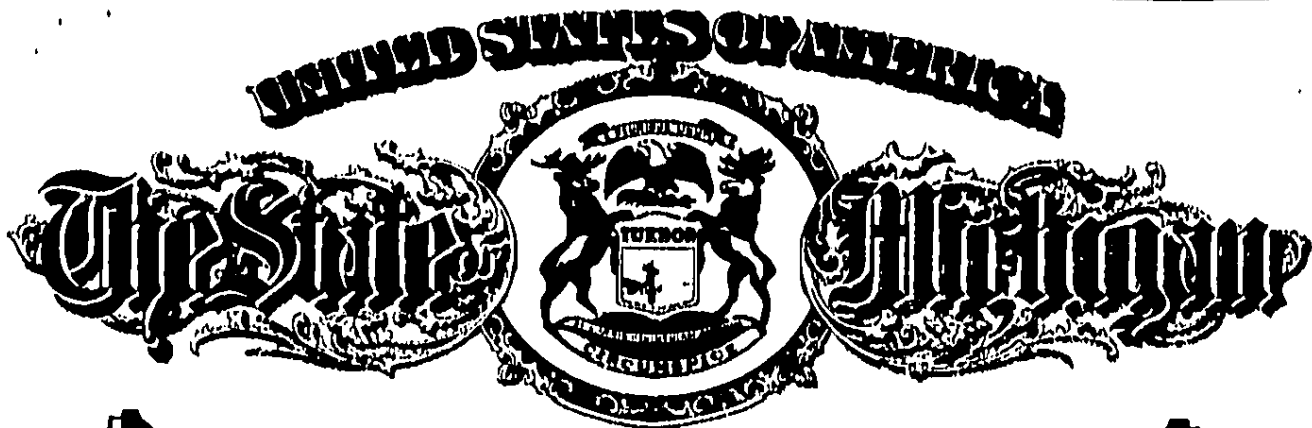
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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of
BOOTH COMMUNICATIONS OF FLORIDA, INC.**

1. Ralph H. Booth, II, Chief Executive Officer
333 W. Fort St. Ste 1230
Detroit, Michigan 48226
2. John L. Booth, II, President and Secretary
333 W. Fort St. Ste 1230
Detroit, Michigan 48226
3. Richard Lesley, Executive Vice Pres. and Chief Operating Officer
333 W. Fort St. Ste 1230
Detroit, Michigan 48226
4. Laura A. Petterle, Director of Operations/Treasurer
333 W. Fort St. Ste 1230
Detroit, Michigan 48226
5. Paul G. Shefferly, Assistant Secretary
333 W. Fort St. Ste 1230
Detroit, Michigan 48226

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

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This is to Certify That

BOOTH COMMUNICATIONS OF FLORIDA, INC.

*was incorporated on November 5, 1996, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 18th day
of November, 1996.*

, Director