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CONSTRUCTION CORP.

Post Office Box 459 • Epsom, New Hampshire 03234 (603) 736-4766 • US 1-800-233-7350 • FAX (603) 736-8163

November 5, 1997

State of Florida Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: White Mountain Cable Construction Corp. Foreign Registration as a Delaware Corporation

Dear Sir or Madam:

Please let this correspondence serve as a letter of consent for White Mountain Cable Construction Corp., a Delaware corporation EIN 04-3355350, to use the aforementioned corporate name.

White Mountain Cable Construction Corp., the New Hampshire corporation, EIN 02-0403157, due to a change in ownership, ceased to exist on March 5, 1997. The New Hampshire corporation was notified of administrative dissolution or revocation effective September 26, 1997.

If any clarification is required, please feel free to contact this office.

Sincerely,

Dennis Nolin Chairman of the Board

FILED SECRETARY OF SIPE WISION OF COMPANY OF SIPE

/kh

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:

	White Mountain Cable Construction Corp. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a r or partnership if not so contained in the name at present.)	I", or words or latural person
2.	Delaware 3. 043355350 (State or country under the law of which it is incorporated) (FEI number,	if applicable)
4.	March 5, 1997 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or	"perpetual")
6.	September 19, 1997 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))	DIVISION 97 NO
7.	P.O. Box 459, Epsom, New Hampshire 03234	I I 2 P
8.	(Current mailing address) <u>Construction of CATV Systems</u> (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	112:16
9.	Name and street address of Florida registered agent:	
	Name: <u>C T Corporation System</u> c/o C T Corporation System, 1200 South Pine Office Address: <u>Island Road</u>	
	Plantation, Florida, <u>33324</u> (Zip Code)	
H d fu	0. Registered agent acceptance: laving been named as registered agent and to accept service of process for the above stated corpor- lesignated in this application. I hereby accept the appointment as registered agent and agree to act in ther agree to comply with the provisions of all statutes relative to the proper and complete perform ind I am familiar with and accept the obligation of my position as registered agent. C T Corporation System	in this capacity.
	Conice Buy	

(Registered agent's signature) (Officer)

(FL - 2189 - 11/16/94)

(Type Name and Title of Officer)

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:	Dennis Nolin	
Address:		
	Epson, NH 03234	
Vice Chair	man: <u>David Pouliotte</u>	
Address:		
E)	psom, NH 03234	
Director:		
Address: _		
-		
Director:		97 NON 12
		YON
Address.		
-		PHI2:
OFFICERS		5
President	See attached list of officers	C'i
Address:		
Vice Pres	ident:	• .
Secretary	····	
Address:		

B.

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. <u>Dennis Nolin Chairman of the Board</u> (Typed or printed name and capacity of person signing application)

1 NOV 12 PH 12: ā

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

Officers of White Mountain Cable Construction Corp.

 Edmund J. Waters, Jr., Assistant Secretary Route 4 Dover Road Epsom, New Hampshire 03234

97 NOV 12 PH12: 5

PAGE 1

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WHITE MOUNTAIN CABLE CONSTRUCTION CORP." 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 SIXTH DAY OF_NOVEMBER, A.D. 1997. -

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



Edurth Brul

Edward J. Freel, Secretary of State

AUTHENTICATION

DATE:

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