



THE UNITED STATES  
CORPORATION  
COMPANY

G 94830

ACCOUNT NO. : 072100000032

REFERENCE : 662203 4328094

AUTHORIZATION

*Patricia Pizant*

COST LIMIT : \$ 35.00

FILED  
98 JAN 20 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : January 8, 1998

ORDER TIME : 9:27 AM

ORDER NO. : 662203

CUSTOMER NO: 4328094

400002404564--9

CUSTOMER: Ms. Jean Fowler  
The Marmon Group, Inc.  
225 West Washington St.  
Chicago, IL 60606

CHANGE OF AGENT

NAME: CABLE USA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Glisar

RECEIVED  
98 JAN 20 AM 10:51  
DIVISION OF CORPORATION

*PAChg  
OK 1/21*

\*\*\* FILING FEE: \$35.00 \*\*\*

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: CABLE USA INC.

2. The mailing address of the corporation is: 2584 South Horseshore Drive, Naples FL 33942

3. Date of incorporation/qualification: 4/10/84 Document number: G94830

4. The name and address of the current registered agent and office:

Bruce C. Milliken

2584 South Horseshore Drive, Naples FL 33942

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

The Prentice-Hall Corporation System, Inc.

1201 Hays Street

Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

R. C. Gluth  
(Signature of an officer, chairman or vice chairman of the board)

01/12/98  
(Date)

R. C. Gluth, Vice President  
(Printed or typed name and title)

1/12/98  
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Patricia Cosentino Asst. Sec.  
(Signature of Registered Agent)

1-19-98  
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)