

M 04000001381

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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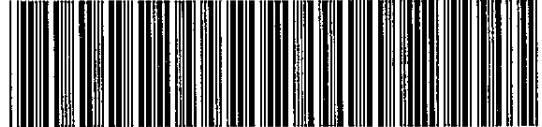
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 554019 4338256
AUTHORIZATION : *Patricia Pizeto*
COST LIMIT : \$ 125.00

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 7, 2004

ORDER TIME : 1:0 PM

ORDER NO. : 554019-010

CUSTOMER NO: 4338256

CUSTOMER: David N. Britsch, Legal Asst
Kirkland & Ellis Llp
39th Floor
153 East 53rd Street
New York, NY 10022

FOREIGN FILINGS

NAME: ATLANTIC BROADBAND FINANCE,
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Atlantic Broadband Finance, LLC
(Name of foreign limited liability company)
2. Delaware *
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-226936
(FEI number, if applicable)
4. 9/15/04
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 4/7/04
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. One Batterymarch Park, Suite 405, Quincy, MA 02169
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

See attached.

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Own and operate cable systems.

Patrick Bratton
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Patrick Bratton
Typed or printed name of signer

ATTACHMENT TO APPLICATION OF AUTHORITY OF
ATLANTIC BROADBAND (FINANCE), LLC

(A) **MANAGERS:**

<u>Name</u>	<u>Address</u>
Jay Grossman	111 Huntington Avenue 30 th Floor Boston, MA 02199
Daniel Budde	111 Huntington Avenue 30 th Floor Boston, MA 02199
Blake Battaglia	111 Huntington Avenue 30 th Floor Boston, MA 02199
David Keefe	One Batterymarch Park, Suite 405 Quincy, MA 02169
Edward Holleran	One Batterymarch Park, Suite 405 Quincy, MA 02169
Benjamin J. Diesbach	One Batterymarch Park, Suite 405 Quincy, MA 02169
Jack Langer	One Batterymarch Park, Suite 405 Quincy, MA 02169

(B) **MEMBER:**

<u>Name</u>	<u>Address</u>
Atlantic Broadband Holdings I, LLC	One Batterymarch Park, Suite 405 Quincy, MA 02169

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Atlantic Broadband Finance, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Eays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Corporation Service Company

Bt. Vera Norris
(Signature)

Vera Norris, Authorized Representative

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

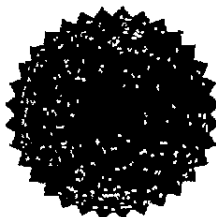
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATLANTIC BROADBAND FINANCE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF APRIL, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ATLANTIC BROADBAND FINANCE, LLC" WAS FORMED ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2003.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3696613 8300

AUTHENTICATION: 3041673

040258964

DATE: 04-08-04