



THE UNITED STATES
CORPORATION
COMPANY

M9800000/1004

ACCOUNT NO. : 072100000032

REFERENCE : 126509 5123330

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : February 8, 1999

ORDER TIME : 1:27 PM

ORDER NO. : 126509-350

200002770922--7

CUSTOMER NO: 5123330

CUSTOMER: Ms. Heather Bellville
Cox Enterprises, Inc
1400 Lake Hearn Drive

Atlanta, GA 30319

RECEIVED

99FEB-9 PM 4:40

DIVISION OF CORPORATION

CHANGE OF AGENT

NAME: COX COMMUNICATIONS PENSACOLA,
L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99FEB-9 PM 5:15

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Brenda Phillips

M98-1004

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Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company organized under the laws of the State of Delaware, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.
(PLEASE PRINT)

1a. The name of the limited liability company is: _____

COX COMMUNICATIONS PENSACOLA, L.L.C.

1b. The mailing address of the limited liability company is: _____

1400 LAKE HEARN DRIVE, ATLANTA, GEORGIA 30319

1c. Date of filing/registration in Florida: 9/11/98 Document number: M98000001004

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

C T CORPORATION SYSTEM

1200 SOUTH PINE ISLAND ROAD

PLANTATION, FLORIDA 33324

3. The name and address of the new registered agent and office: (P.O. BOX NOT ACCEPTABLE)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

After the change or changes are made, the street address of the registered office and the business office of the registered agent will be identical.

Such change was authorized by affirmative vote of a majority of the members of the limited liability company or as provided in the articles of organization or the regulations of the limited liability company.

[Signature]
(Signature of a member or authorized representative of a member)

January 20, 1999
(Date)

Andrew A. Merdek, Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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 obligations of my position as registered agent.

[Signature]
(Signature of Registered Agent)

2-8-99
(Date)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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