

Comcast

P20851

1500 Market Street
Philadelphia, PA 19102-2148
215.665.1700 Tel
215.981.7790 Fax
www.comcast.com

November 1, 2001

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/08/01--01020--010
*****35.00 *****35.00

RE: Comcast SCH Holdings, Inc.

Dear Sir/Madam:

Find enclosed an Application for Certificate of Withdrawal for the above entity and a check in the amount of \$35.00.

Please forward the confirmation of the withdrawal to my attention at the above address in the Comcast Corporation Tax Department.

Your assistance in this matter is greatly appreciated. If you should have any questions or need additional information please do not hesitate to contact me.

Sincerely,



Andrew Tanzer
State and Local Tax Administrator
Comcast Corporation Tax Department
Phone: 215-981-7386
Fax: (801) 457-9059
E-mail: Andrew_Tanzer@Comcast.com

Enclosures:

K:\TAX\STATE\Perm Files\Perm Files - Cable\Comcast SCH Holdings, Inc. FEIN = 31-1036008\withdraw FL.doc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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With/APP/CUS
11/14/01
CA

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

Comcast SCH Holdings, Inc.
(Name of Corporation)

Colorado
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

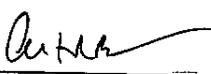
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

c/o Comcast Corporation Attn: Mary Kane 1500 Market Street
(Mailing Address)

Philadelphia, PA 19102
(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

 Sr. Vice President
Signature of the chairman or vice chairman of the board, Title
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Arthur R. Block 11-01-2001
Typed or printed name Date

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