

P98000017840

LAW OFFICE

RICHARD T. JONES, P.A.

912 N. E. 2ND STREET  
GAINESVILLE, FLORIDA 32601  
(352) 372-4263

RICHARD T. JONES  
ELIZABETH F. HODGE  
TED C. PROSSER, III

FAX  
(352) 375-5365

May 6, 1999

100002867711-9  
-05/07/99--01109--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

To Whom It May Concern:

I have enclosed three (3) separate filings. Please file these materials in the following order:

First, please file the Amendment to the Articles of Incorporation of Whithill Cable Vision, Inc., Document Number P98000017840, changing its name to Palm Cay Cable Vision, Inc. Attached is a check for \$43.75 for the \$35.00 filing fee and \$8.75 for a certified copy.

Second, please file the Articles of Organization of Whithill Cable Vision, LLC with the attached Affidavit of Membership and Contribution and Designation of Registered Agent. Attached is a check for \$337.50 for the \$250.00 filing fee, the \$35.00 designation of registered agent fee, and \$52.50 for a certified copy.

Third, please file the Articles of Merger merging Palm Cay Cable Vision, Inc. into Whithill Cable Vision, LLC with the attached Plan of Merger. Attached is a check for \$140.00, \$52.50 for the LLC, \$35.00 for the corporation and \$52.50 for a certified copy.

If you have any questions regarding this filing, please call me.

Sincerely,

RICHARD T. JONES, P.A.

*Ted C. Prosser, III*

Ted C. Prosser, III

FILED  
99 MAY -7 AM 9:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TCP/mag  
Enclosures

*Mr. Prosser authorized  
to add no shareholder  
action was required*

*Name change  
NFS 5-10-99*

FILED

99 MAY -7 AM 9:49

**AMENDMENT  
TO ARTICLES OF INCORPORATION  
OF WHITHILL CABLE VISION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the corporation WHITHILL CABLE VISION, INC., adopts the following amendment to its articles of incorporation:

The name of this corporation is hereby changed to "PALM CAY CABLE VISION, INC."

This amendment was unanimously approved by the organizing directors and incorporator in the absence of shareholders on the 6th day of May, 1999. No shareholder action was required.

Signed this 6th day of May, 1999.

WHITHILL CABLE VISION, INC.

  
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JON M. KURTZ  
President