

RESOLUTION NUMBER 279 B

A RESOLUTION OF THE TOWN COMMISSION OF THE TOWN OF SEWALL'S POINT, FLORIDA,
APPROVING THE TRANSFER OF CONTROL OF PERRY CABLE TV CORP. TO CENTEL COMMUNICATIONS
COMPANY AND THE TRANSFER OF THE COMMUNITY ANTENNA TELEVISION SYSTEM
FRANCHISE HELD BY PERRY CABLE TV CORP.
(SUCCESSOR TO MARTIN COUNTY CABLE COMPANY, INC.)
TO CENTEL CABLE TELEVISION COMPANY OF FLORIDA.

WHEREAS, Perry Cable TV Corp. operates a cable television system in the Town of Sewall's Point, Florida, pursuant to a non-exclusive franchise granted pursuant to a Permit dated December 10, 1969 and renewed by letter of August 4, 1982; and

WHEREAS, Centel Communications Company will acquire all stock of the Perry Cable Companies, Inc. which is the sole parent of Perry Cable TV Corp. and will operate the cable television system in the Town of Sewall's Point through its wholly-owned subsidiary, Centel Cable Television Company of Florida; and

WHEREAS, Perry Cable TV Corp. will transfer its non-exclusive franchise to Centel Cable Television Company of Florida, a subsidiary of Centel Communications Company; and

WHEREAS, Perry Cable TV Corp. and Centel Cable Television Company of Florida have requested approval of these transactions by the Town Commission of the Town of Sewall's Point pursuant to the terms of the Permit dated December 10, 1969 and renewed August 4, 1982; and

WHEREAS, Centel Cable Television Company of Florida agrees to assume the insurance and bonding requirements imposed by the Permit; and

WHEREAS, the Town Commission of the Town of Sewall's Point desires to approve said transfer of control and the transfer of said non-exclusive franchise.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN OF SEWALL'S POINT:

1. The transfer of control of Perry Cable TV Corp. to Centel Communications Company and the transfer to Centel Cable Television Company of Florida of the non-exclusive franchise previously granted to Perry Cable TV Corp. (successor to Martin


County Cable Company, Inc.) pursuant to the terms of the Permit dated December 10, 1969 and renewed August 4, 1982, is approved hereby.

2. The terms and conditions of said non-exclusive franchise shall remain unchanged, except that all provisions of the non-exclusive franchise shall be subject to the Cable Communication Policy Act of 1984.

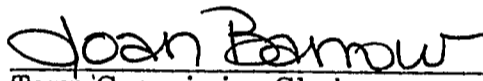
3. This approval shall be effective upon the date of closing of the transaction of the sale of stock of Perry Cable Companies, Inc. to Centel Communications Company.

4. Centel Cable Television Company of Florida shall provide evidence of compliance with insurance and bonding requirements of the Permit.

Adopted this 12th day of November, 1986.



JOHN C. GUENTHER, Mayor



Town Commission Clerk