

CERTIFICATE OF ASSISTANT SECRETARY

I, Abiah A. Church, do hereby certify that I am Assistant Secretary of STORER CABLE TV OF FLORIDA, INC., a corporation duly organized and existing under the laws of the State of Florida; that the following resolutions were adopted by Action of the Board of Directors Without Meeting, pursuant to Article II, Section 8 of the By-laws of said corporation:

1. Waiver of Corporate Seal

RESOLVED, that applications made on behalf of the corporation for utility permits from the Florida Department of Transportation shall be accepted by the corporation as valid and binding on the corporation without the necessity of affixing the corporate seal.

2. Effectiveness

RESOLVED, that this Action of the Board of Directors Without Meeting upon receiving the written consent of all of the directors of the corporation (by signature affixed to this writing), shall be effective as of October 3, 1978.

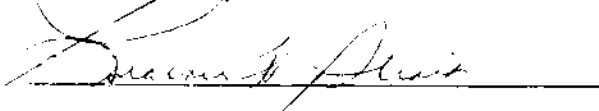
I further certify that the above resolutions have not been in any way altered, amended or rescinded and are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Corporate Seal of this corporation on the 2nd day of October, 1978.



Abiah A. Church, Assistant Secretary

Subscribed and sworn to  
before me this 2nd day  
of October, 1978.



NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES OCT. 7 1981  
BONDED THRU GENERAL INS. UNDERWRITERS



February 7, 1980

General Counsel  
State of Florida  
Department of Transportation  
Tallahassee, Florida 32301

Sirs:

This is in reference to the requirement of a corporate seal on State road permits required for cable television construction.

Hollywood Cablevision is a joint venture between Storer Cable TV of Florida, Inc., and Hollywood Cable TV, Inc. It is not a corporation itself and therefore it has no corporate seal.

Storer Cable TV of Florida Inc. is the "managing venturer" and obligated for 75% of all capital contributions and loans. Corporate Seal waiver status has been previously granted to Storer Cable TV of Florida, Inc.

Pertinent portions of the joint venture agreement are attached. If there are any questions about this please let me know.

Sincerely,

A handwritten signature in cursive script that reads "Charles Hookey". The signature is written in black ink and is positioned above the typed name and title.

Charles Hookey  
System Manager  
Hollywood Cablevision

CH/fp  
Attachment

cc: B. Ankeny  
L. Gregory