STATE OF GEORGIA

Secretary of State

Corporation Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

AMENDED CERTIFICATE OF FRANCHISE AUTHORITY

I, **Karen Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that **BELLSOUTH TELECOMMUNICATIONS, INC., D/B/A AT&T GEORGIA,** license number **VF08-0003,** issued on **February 14, 2008,** is hereby granted authority to provide cable service and/or video service as requested in the application in the following service area(s) as amended on **June 17, 2008:**

Service areas as described in the attached true and correct copy of the application.

I further certify that authority to construct, maintain, and operate facilities along, across, or on the public right of way in the delivery of cable service or video service, subject to the applicable federal and state laws and regulations, including municipal and county ordinances and regulations, regarding the placement and maintenance of facilities in the right of way that are generally applicable to all users of the public right of way and specifically including Chapter 9 of title 25, the 'Georgia Utility Facility Protection Act'

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Franchise Authority of the above-named entity is effective upon issuance of this certificate and shall expire ten (10) years from the date of issuance.

WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on **June 17, 2008.**|

Karen C Handel

Karen C. Handel
Secretary of State