



Brian P. Kemp
Secretary of State

**OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION**

313 West Tower
2 Martin Luther King Jr. Dr.
Atlanta, GA 30334
(404) 656-2817
sos.georgia.gov/corporations

**NOTICE OF TRANSFER
OF STATE FRANCHISE**

Personally appeared before me the undersigned being duly sworn according to law, and swears to the facts contained in this notice. Pursuant to O.C.G.A. § 36-76-5, as amended, the undersigned hereby provides notice of the transfer of a state franchise to provide cable service and/or video service in the State of Georgia from the current certificate holder to a successor in interest (the "transferee").

1. The name of the certificate holder is:
HC Cable OPCO, LLC
2. License number of the certificate holder is: VF08-0003
3. Date of issue of certificate of state franchise: March 5, 2008, as amended October 20, 2015.
4. The name of the transferee to whom the state franchise is being transferred:
WideOpenWest Georgia, LLC
5. The principal place of business of the transferee is:
Englewood, CO
6. The mailing address of the transferee is:
7887 Belleview Ave., Suite 1000
7. The principal executive officer(s) of the transferee are: *(Attach additional sheet if necessary.)*

<i>Name</i>	<i>Title</i>	<i>Address</i>
Steven Cochran	Chief Executive Officer	7887 Belleview Ave., Suite 1000 Englewood, CO 80111
Cathy Kuo	Chief Operating Officer	7887 Belleview Ave., Suite 1000 Englewood, CO 80111
Rich Fish	Chief Financial Officer	7887 Belleview Ave., Suite 1000 Englewood, CO 80111
Cash Hagen	Chief Technology Officer	7887 Belleview Ave., Suite 1000 Englewood, CO 80111
Craig Martin	General Counsel	7887 Belleview Ave., Suite 1000 Englewood, CO 80111

8. A description of transferee's service area, including the name of each municipal or county governing authority within the service area, is described below and/or on the attached 8.5" x 11" map labeled as "Exhibit A":

Service Area Description:

<p>City of Newnan - City's current municipal boundaries.</p> <p>City of Palmetto - City's current municipal boundaries.</p> <p>Town of Tyrone - Town's current municipal boundaries.</p> <p>City of Peachtree City - City's current municipal boundaries.</p> <p>Fayette County - County's current boundaries.</p> <p>Coweta County - County's current boundaries.</p>
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9. Describe any material changes, if any, of the information set forth in the certificate holder's initial application for a state franchise. *(Attach additional sheet if necessary.)*

No material changes.

10. Pursuant to O.C.G.A 36-76-5(a), the transferee certifies that this notice has been filed with the Secretary of State with a copy provided to each affected municipal or county governing authority within 45 days of the transfer.
11. Transferee acknowledges that any outstanding liabilities that have become due and are still owed to a municipal or county governing authority under a state franchise issued to the certificate holder shall be fully transferable to any successor in interest to the certificate holder.
12. The transferee agrees to comply will all applicable federal and state laws and regulations, including municipal and county ordinances and regulations regarding the placement and maintenance of facilities in the public right of way that are generally applicable to all users of the public right of way and specifically including O.C.G.A. Chapter 9 of Title 25, the

'Georgia Utility Facility Protection Act.'

- 13. The applicant agrees to pay to each affected local governing authority a franchise fee established by such local governing authority which shall not exceed the maximum percentage rate permitted in 47 U.S.C. Section 542(b) of the applicant's gross revenues received from the provision of cable service or video service to subscribers located within the service area. Such franchise fee shall be paid directly to each affected local governing authority within 30 days after the last day of each calendar quarter.

Submitted this 14th day of September, 2016.

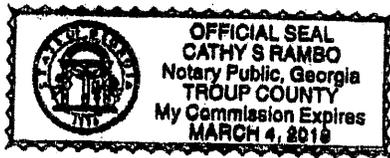
Craig Martin
 Signature of Officer/General Partner
Craig Martin
 Print Name
General Counsel
 Title
7887 Belleview Ave., Suite 1000, Englewood, CO 80111
 Address
269-567-4200
 Telephone Number
Craig.Martin@wowinc.com
 Email Address

State of Georgia
 County of Troup

Sworn to and subscribed before me this 14th day of September, 2016.

Cathy S. Rambo
 Notary Public Signature

My Commission expires: March 4, 2018



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 SECRETARY OF STATE
 CORPORATIONS DIVISION