

# STATE OF GEORGIA

## Secretary of State

### Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

## CERTIFICATE OF AMENDED STATE FRANCHISE

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, hereby certify under the seal of my office that **MCC GEORGIA LLC**, license number **VF08-0007** issued on **July 22, 2008**, is hereby granted nonexclusive authority to provide cable service and/or video service in the following service area(s) effective **09/22/2014**, as amended in the application filed on **September 2, 2014**:

Service area(s) as described in the attached true and correct copy of the application.

I further certify that nonexclusive 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," is hereby granted.

The required fees as provided by Title 36 of the Official Code of Georgia Annotated have been paid. The state franchise of the above-named entity is amended upon issuance of this certificate and shall expire ten (10) years from the original date of issuance, subject to renewal.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on September 22, 2014.



Brian P. Kemp  
Secretary of State



Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
Corporations Division  
313 West Tower, #2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334  
404-656-2817  
sos.georgia.gov/corporations

2014 SEP -2 AM 9: 22

SECRETARY OF STATE  
CORPORATIONS DIVISION

**APPLICATION TO AMEND, TRANSFER OR TERMINATE  
A STATE-ISSUED CERTIFICATE OF FRANCHISE AUTHORITY**

Personally appeared before me the undersigned being duly sworn according to law, and swears to the facts contained in this application. Pursuant to Georgia Code Section (O.C.G.A.)36-76-5, as amended, the undersigned hereby applies to amend a state-issued Certificate of Franchise Authority.

(Please type or print clearly)

1. The name of the Certificate Holder is:  
MCC Georgia LLC d/b/a Mediacom

\_\_\_\_\_

2. The principal place of business for the Certificate Holder is:  
One Mediacom Way Mediacom Park, NY 10918

\_\_\_\_\_

3. The Certificate License Number is:  
VF08-0007

\_\_\_\_\_

4. Statement of Amendment(s)

a. Change of Principal Mailing Address and/or Officers

<i>Name</i>	<i>Title</i>	<i>Address</i>




**b. Change in Service Area:**

Pursuant to O.C.G.A 76-36-5 (4)(d) A cable service provider or video service provider may modify its service area covered by the state franchise by notifying the Secretary of State of changes to the service area, with a copy provided to each affected municipal or county governing authority, **at least 20 days** prior to the effective date of such change. Such notification shall contain a geographic description of the new service area or areas and a list of each municipal or county governing authority within the service area. The service areas are described below and/or on an attached map as follows: [If providing a coverage map(s), please label them "Exhibit A" on 8.5 by 11 paper size.]

This service area change is effective on: 09/22/2014  
(MM/DD/YYYY).

***Change In Service Area Description:***

MCC Georgia LLC, d/b/a Media.com, amends its Certificate VF08-0007, which was granted on July 22, 2008 to include:

The unincorporated areas of Dooly County that are contiguous to the City of Vienna, GA.

List any outstanding liabilities that have become due and are still owed to Municipal or county governing authority under a state franchise issued pursuant to this chapter shall be fully transferable under this Code section to any successor in interest to the applicant. [O.C.G.A 76-36-5 (4)(b)].

N/A

**c. Notice of Transfer of Interest**

Pursuant to O.C.G.A 36-76-5, A state franchise shall be fully transferable to any successor in interest to the applicant. A notice of transfer shall be filed by the transferee with the Secretary of State with a copy provided to each affected municipal or county governing authority **within 45 days of such transfer**. The transfer notification shall consist of an affidavit signed by an officer or general partner of the transferee. **Please complete the following:**

5. The name of the applicant is:

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6. The principal place of business for the applicant is:

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**Service Area Description:**

10. Describe any material changes, if any of the information set forth in the original applicant's initial application for a statewide franchise.

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11. List any outstanding liabilities that have become due and are still owed to Municipal or county governing authority under a state franchise issued pursuant to this chapter shall be fully transferable under this Code section to any successor in interest to the applicant. [O.C.G.A 76-36-5 (4)(b)].

12. The applicant certifies that the following counties and municipalities have been provided with a copy of this application pursuant to O.C.G.A 36-76-4 (a) and with notice to designate a franchise fee pursuant to O.C.G.A. 36-76-6.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

13. By submitting this application 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.

**d. Notice of Intent to Terminate Service.**

Pursuant to O.C.G.A 36-76-5 (e) A state franchise issued pursuant to this chapter may be terminated by the cable service provider or video service provider by submitting a notice of termination to the Secretary of State with a copy provided to each affected municipal or county governing authority. Such notice shall identify the cable service provider or video service provider, the affected service area, and the effective date of such termination, **which shall not be more than 60 days from the date of filing the notice of termination.**

This effective date for this termination of service is \_\_\_\_\_ (MM/DD/YYYY)

Submitted this 29 day of August in the year 2014.

Sworn and subscribed before me, this  
29 day of August in the year 2014.

Notary Public  
My Commission expires  
1/7/16

LINDA ROSSI  
Notary Public, State of New York  
No. 01RO6180139  
Qualified in Orange County  
Commission Expires 1/7/16

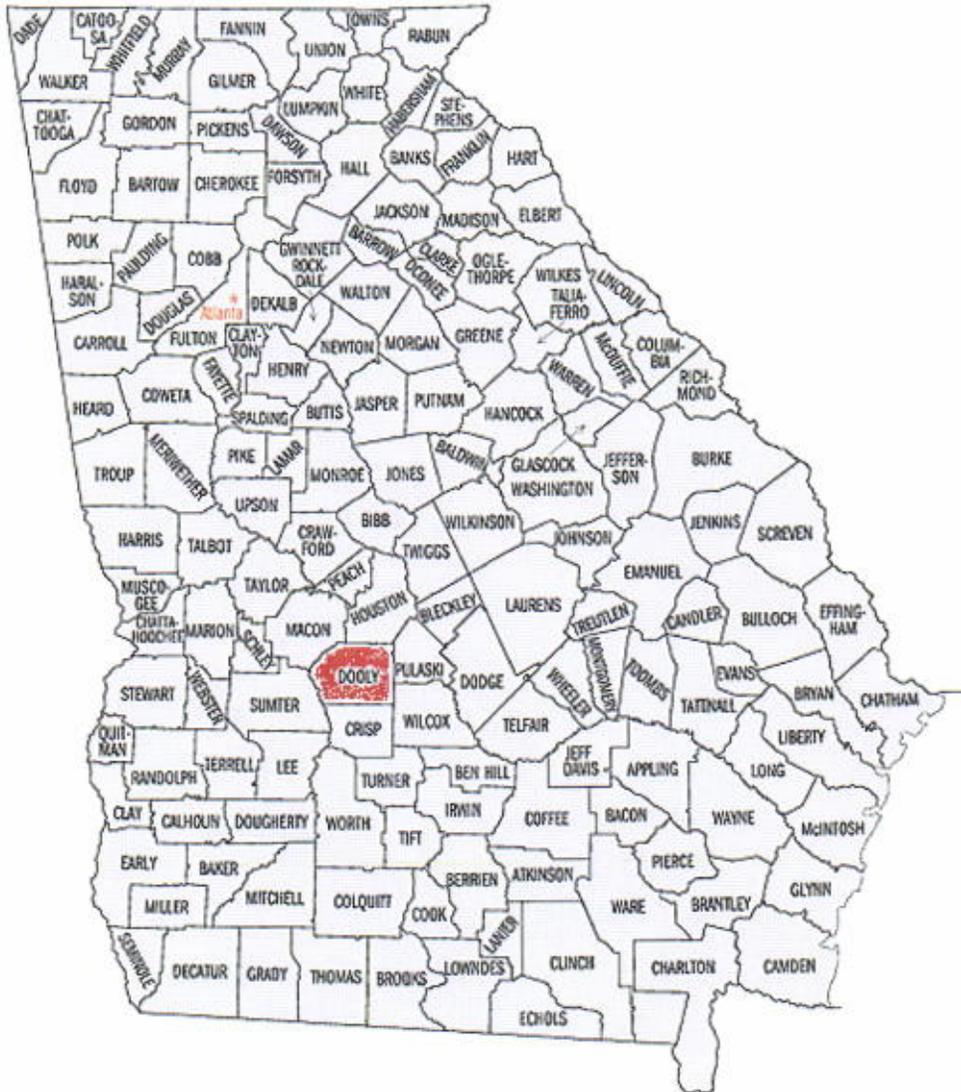
  
Signature of Officer/  
General Partner

BRUCE GLUCKMAN  
Type or Print Name and Title  
VP+DEPUTY GENERAL COUNSEL  
180 DIACOM WAY  
CHESTER, NY 10918  
Address  
845-443-2650  
Telephone

2014 SEP -2 AM 9:24  
SECRETARY OF STATE  
CORPORATIONS DIVISION

# EXHIBIT A

## Dooly County





Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

313 West Tower  
2 Martin Luther King Jr. Dr.  
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SECRETARY OF STATE  
CORPORATIONS DIVISION

TRANSMITTAL INFORMATION  
GEORGIA CABLE/VIDEO STATE FRANCHISE

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: jcomizio@mediacomcc.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. MCC Georgia LLC

Company Name of Cable/Video Service Provider (List exactly as it appears in documents)

One Mediacom Way Mediacom Park, NY 10918

Company's Mailing Address

2. Jenna Comizio Guarino, Senior Staff Attorney

845-419-6372

Name and title of person filing state franchise application (certificate will be mailed to this person at address below.)

Telephone Number

One Mediacom Way

Address

Mediacom Park

NY

10918

City

State

Zip Code

3. Mail the following items to the Secretary of State at the above address:

- 1) This transmittal form;
- 2) Application for State Franchise (Form GAVFL001);
- 3) A valid Certificate of Existence or Certificate of Authority, if applicable; and
- 4) Filing fee of ~~\$500.00~~ payable to Secretary of State. Filing fees are NON-refundable.

\$250 for amendment

Signature of Authorized Person: Jenna Comizio Guarino

Date: 8/29/14

Print Name: Jenna Comizio Guarino

Request certificates and obtain entity information via the Internet: [sos.georgia.gov/corporations](http://sos.georgia.gov/corporations)

FORM GAVFL250

(Rev. 6/2014)