



**ORDINANCE AMENDING
THE CABLE FRANCHISE GRANTED TO CHARTER COMMUNICATIONS**

WHEREAS, Ordinance No. 88003, enacted by the County of Mitchell on 5 February 1990, granted a cabletelevision franchise to Charter Communications, d.b.a. "Charter Communications":

WHEREAS, Grantee has requested that the provisions of the cable franchise ordinance related to transfer of ownership or control be amended to facilitate the pursuit and securing of additional sources of capital by the Grantee provided certain terms and conditions are met; and

WHEREAS, The County has determined that it is in the best interests of its residents to modify the cable franchise ordinance as requested by the Grantee to help ensure the continued growth, reliability and greater financial strength of the company.

NOW THEREFORE, BE IT ORDAINED by the Mitchell County Board of Commissioners as follows:

Section 1. Ordinance No. 88003, is hereby amended by adding a new subsection as follows:

The foregoing requirements shall not apply to any sale, assignment or transfer which do not affect the continued role of Charter Communications, Inc. in the management and operation of cable system, provided that: (1) Grantee shall provide written notice within (30) days of the transaction, and (ii) Grantee represents in writing to the Grantor that such transaction will have no foreseeable effect on the agreement between Grantee and Charter Communications, Inc. relating to the management and operation of Grantee's cable system in the franchise service area.

Section 2. All of the provisions of Ordinance No. 88003 shall remain unchanged and in full force except as specifically amended by the Ordinance.

Section 3. This Ordinance shall be in full force and effect from and after its passage and approval as provided by law.

Adopted this the 3rd day of August 1998.

Phil McKinney
Phil McKinney, Chairman
Mitchell County Board of Commissioners

ATTEST: Judy Broadway
Judy Broadway, Assistant County Manager/
Clerk to the Board

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