

JAN 5 1993 JLC

RESOLUTION NO. 93-M-01

1
2 WHEREAS, American Television and Communications
3 Corporation ("ATC"), doing business as CableVision of Central
4 Florida (the "Franchisee"), is the holder of a cable
5 television franchise (the "Franchise") for Orange County; and

6 WHEREAS, ATC is a majority owned subsidiary of Time
7 Warner, Inc. ("Time Warner"), a widely held New York Stock
8 Exchange company which has created a new limited partnership
9 entity comprised of the businesses and assets of its filmed
10 entertainment, programming and cable divisions, which entity
11 shall be known as Time Warner Entertainment Company, L.P.
12 ("TWE"); and

13 WHEREAS, Time Warner will retain majority ownership as
14 well as operating and management control of TWE and will
15 operate TWE as a controlled subsidiary of Time Warner
16 employing the assets of ATC, including the Franchise, and the
17 assets of Warner Cable, Lorimar Telepictures, HBO, and Warner
18 Bros.; and

19 WHEREAS, Time Warner has offered minority limited
20 partnership interests in TWE to strategic partners in TWE,
21 including Toshiba Corporation and C. Itoh & Co., Ltd.; and

22 WHEREAS, ATC will continue to exist as an operating
23 division of TWE, with the existing management structure
24 remaining at both the local and corporate levels and no
25 change is anticipated in the manner in which the business and
26 operations of the Franchisee are conducted; and

27 WHEREAS, the Franchisee has applied for the County's
consent to the proposed transfer of control of the Franchise
to TWE pursuant to the Orange County Cable Television
Ordinance, codified as Chapter 12, Orange County Code.

BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF
ORANGE COUNTY:

Section 1. In accordance with the provisions of the
Orange County Cable Television Ordinance, codified as Chapter
12, Orange County Code, Orange County consents to the

1 transfer of the Franchise and the cable television system
2 operating pursuant to the Franchise from the Franchisee to
3 TWE.

4 Section 2. This resolution shall become effective on the
5 date of its adoption.

6 ADOPTED THIS 5TH day of JANUARY, 1993.

7
8 ORANGE COUNTY, FLORIDA

9
10 BY: Bell Donegan
FOR Linda W. Chapin
County Chairman

11
12 DATE: JAN 05 1993

13 ATTEST: Martha O. Haynie, County Comptroller
14 AS Clerk of the Board of County Commissioners

15 BY: Paula M. Dept
16 Asst. Deputy Clerk

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