

AN ORDINANCE OF THE COUNTY OF LAPORTE  
CONSENTING TO THE TRANSFER OF A  
FRANCHISE OF CABLE TELEVISION

ORDINANCE # 92-12

WHEREAS, on September 10, 1984, the County Commissioners of LaPorte County passed Ordinance No. 84-8 granting a franchise to Michiana Cablevision corporation for the construction and operation of a CATV system in the County of LaPorte, Indiana, which franchise was transferred to Cable Properties Associates, L.P. ("Cable Properties"), an Illinois limited partnership, who still holds the franchise; and

WHEREAS, Cable Properties now desires to sell, assign, and transfer said franchise, as well as other assets of the company, to U.S. Cable of Northern Indiana ("U.S. Cable"), an Indiana limited partnership; and

WHEREAS, the ordinances referred to above provide for the approval and consent of the County Commissioners prior to any transfer, exchange or sale of said franchise and assets to U.S. Cable,

NOW THEREFORE, BE IT ORDAINED by the County Commissioners of the County of LaPorte, Indiana, as follows:

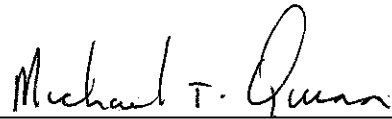
1. That the County Commissioners of the County of LaPorte, Indiana, hereby consent to the sale, transfer and assignment by Cable Properties of its existing franchises pursuant to ordinance No. 84-8, as amended, together with its assets located in the County of LaPorte, Indiana, to U.S. Cable.
2. That U.S. Cable shall have all the rights and privileges given to Cable Properties under said ordinance 84-8 and any amendments thereto, and shall in the future be responsible for the same obligations as Cable Properties, including all franchise payments to the County of LaPorte, Indiana, which accrue after the assignment.
3. That the prior consent and approval of the County Commissioners of the County of LaPorte shall be required for any future transfer, exchange or sale of assets or stock or other equity control of U.S. Cable to the extent provided for in Ordinance 84-8 and any amendments thereto.
4. U.S. Cable may pledge or collaterally assign its franchise or the CATV System for the County of LaPorte, its stock or other equity control and assets as collateral for any financing for the CATV System owned or controlled by U.S. Cable, which it may deem necessary without approval of the County Commissioners.

5. The County of LaPorte hereby confirms and acknowledges that the Franchise is in full force and effect on and as of the date hereof, and that Cable Properties is not in default in the performance of any of its obligations thereunder, including both the payment of all fees and other charges which are due and payable through the date hereof and the performance of all of Cable Properties' non-monetary obligations which have accrued through the date hereof.

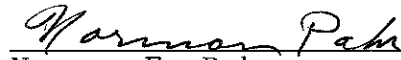
THIS ORDINANCE shall be in full force and effect immediately upon its passage and adoption by the County Commissioners of the County of LaPorte.

Passed by the County Commissioners of the County of LaPorte, this 30<sup>th</sup> day of November, 1992.

BOARD OF COUNTY COMMISSIONERS  
LAPORTE COUNTY, INDIANA



Michael T. Quinn, President

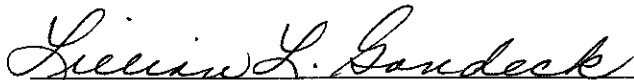


Norman E. Pahs



Merle Bannwart

ATTEST:



Lillian L. Gondeck, County Auditor

Please publish two (2) times in the Michigan City News-Dispatch and

LaPorte Herald-Argus on Monday, December 7, 1992 and Monday, December 14, 1992.