

RESOLUTION 411-88

A RESOLUTION ACKNOWLEDGING AND CONSENTING TO THE  
PURCHASE OF CERTAIN ASSETS OF ULTRACOM OF DADE  
COUNTY, INC.

WHEREAS, the Town of Golden Beach by Ordinance Number 236 dated June 15, 1982 granted a cable television franchise (the "Franchise") to UltraCom of Dade County, Inc. ("UltraCom"); and

WHEREAS, the Town of Golden Beach is aware of no default on the part of UltraCom with respect to the Franchise and desires to grant its consent to the purchase of the assets of UltraCom relating to its Miami Beach area cable television system by Rifkin/Narragansett South Florida CATV, Limited Partnership, a Florida limited partnership ("Rifkin/Narragansett") which is an affiliate of Narragansett Capital, Inc. and Rifkin & Associates, Inc.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN OF GOLDEN BEACH:

1. That the Town of Golden Beach hereby consents to and approves the transfer to the Franchise and all rights thereunder to Rifkin/Narragansett and the assumption by Rifkin/Narragansett of all the duties and obligations under the Franchise, with such assignment and transfer to be effective upon the date of the transfer of the assets of UltraCom to Rifkin/Narragansett.
2. That the Town of Golden Beach acknowledges that, as of the date hereof, the Franchise is in full force and effect and is held and owned by, and the rights and privileges granted thereunder inure to the benefit of, UltraCom, and that UltraCom is in full compliance with the Franchise.
3. That the Town of Golden Beach confirms that the Franchise was granted on June 15, 1982 for an initial term of 15 years.

PASSED AND ADOPTED this 16th day of February, 1988.

The motion to adopt the foregoing Resolution was offered by:

Vice Mayor Tweedle  
seconded by:

Councilman Duffner  
and on roll call the following vote ensued:

Mayor Tobin	<u>aye</u>
Vice Mayor Tweedle	<u>aye</u>
Councilman Fried	<u>aye</u>
Councilman Sorota	<u>aye</u>
Councilman Duffner	<u>aye</u>

[Signature]  
MAYOR

APPROVED AS TO FORM AND LEGAL  
SUFFICIENCY

[Signature]  
TOWN ATTORNEY

[Signature]  
TOWN CLERK

ATTEST