



STATE OF CALIFORNIA
PUBLIC UTILITIES COMMISSION
505 Van Ness Avenue San Francisco, CA 94102
www.cpuc.ca.gov

July 11, 2008

Mr. Deane Leavenworth
Vice President, External Affairs
Time Warner Cable
550 North Continental Boulevard
El Segundo, CA 90245

Dear Mr. Leavenworth:

The Commission has determined that your second application for an amended state video franchise, submitted by C-Native Exchange I, LLC on June 12, 2008 is complete. Accordingly the Commission hereby issues the enclosed amended state video franchise, effective today.

Should you have any questions, please contact Michael Morris, at 415.703.2112.

Sincerely,

Paul Clanon
Executive Director

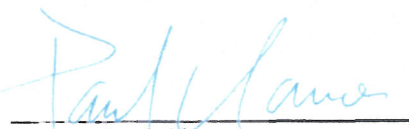


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CALIFORNIA VIDEO FRANCHISE CERTIFICATE¹
FRANCHISE NUMBER: 0017

- 1) Franchise Holder:
Name: C-Native Exchange I, LLC d/b/a Time Warner Cable
Address: 550 North Continental Boulevard
El Segundo, CA 90245
- 2) Application Date: November 19, 2007
- 3) Application Number: 0711014
- 4) Franchise Effective Date: January 2, 2008
- 5) Franchise Expiration Date: January 2, 2018
- 6) Affected Local Entities² Attached

Issued at San Francisco this 20th Day of December, 2007.



Paul Clanon
Executive Director

¹ This Certificate constitutes a grant of authority to provide video service in the service area footprint requested in the Application referenced herein, including but not limited to authority to use the public rights-of-way in exchange for the franchise fee adopted in CAL. PUB. UTIL. CODE §. 5840(q), subject to the laws of this state. This grant of authority is subject to lawful operation of the cable service or video service by the applicant or its successor in interest.

² The state video franchise granted herein may include all or part of the affected local entities' territory. For more information on the video service area covered by this franchise, contact the California Public Utilities Commission.



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**Affected Local Entities for Franchise No. 0017, issued to C-Native Exchange I, LLC
d/b/a Time Warner Cable on December 20, 2007:**

Los Angeles, City of (Area B Sylmar)
Los Angeles, City of (Area D Sunland/Tujunga)
Los Angeles, City of (Area I Hollywood/Wilshire)
Los Angeles, City of (Area J Westchester)
Los Angeles, City of (Area K South Central LA)
Los Angeles, City of (Area M Harbor/Wilmington)
Los Angeles, County of (Claremont)
Los Angeles, County of (Covina)
Los Angeles, County of (Kagel Canyon)
Los Angeles, County of (Saugus/Newhall)
Los Angeles, County of (South)
La Mirada, City of
Bell, City of (Bell-Cudahy Telecom. Auth.)
Cudahy, City of (Bell-Cudahy Telecom. Auth.)
Bellflower, City of
Covina, City of
Carson, City of
Downey, City of
Bell Gardens, City of
South El Monte, City of
Claremont, City of
Compton, City of
Culver City, City of
Lynwood, City of
Lake Elsinore, City of
Santa Clarita, City of



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FRANCHISE NUMBER: 0017

Affected Local Entities for Franchise No. 0017, as amended by the grant on May 29, 2008 of C-Native Exchange I, LLC d/b/a Time Warner Cable's application for an amended franchise footprint, No. V0805001, to be effective July 6, 2008:

City of Paramount



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FRANCHISE NUMBER: 0017

Affected Local Entities for Franchise No. 0017, as amended by the grant on July 11, 2008 of C-Native Exchange I, LLC d/b/a Time Warner Cable's second application for an amended franchise footprint, No. V0806006:

Artesia, City of
Hawaiian Gardens, City of
Lakewood, City of
Lomita, City of
Pomona, City of
Santa Fe Springs, City of
Canyon Lake
Corona, City of
Costa Mesa
Cypress, City of
La Palma, City of
Orange, County of (Costa Mesa)
Orange, County of (Tustin)
Riverside, County of
Riverside, County of (Corona)
Riverside, County of (Lake Elsinore/The Farm)
Tustin, City of
Riverside, County of