

OCEANIC TIME WARNER CABLE LLC

ACTION OF THE SOLE MEMBER
BY WRITTEN CONSENT

February 6, 2012

The undersigned, being the sole Member of Oceanic Time Warner Cable LLC, a Delaware limited liability company (the "Company"), pursuant to its authority under Article 5.4 of the Limited Liability Company Agreement, dated as of February 6, 2012, does hereby adopt the following resolutions by written consent:

RESOLVED, that the appointment and/or continued designation of each of the persons listed on Exhibit A attached hereto as an officer of the Company as set forth opposite their respective names, to serve in such capacities until their successors have been duly elected and qualified or until their earlier resignation is hereby ratified, confirmed and approved in all respects.

RESOLVED that the officers of the Company are hereby authorized to take such action related to such matters as to which such officer has authority and which such officer shall deem necessary or appropriate to facilitate the operations of the business of the Company, including without limitation, executing contracts, agreements, guarantees, powers of attorney, and other documents and instruments on behalf of the Company.

RESOLVED, that all of the acts heretofore taken by the respective officers of the Company in carrying out and promoting the purposes, objectives and interests of the Company from the time of formation to date be, and hereby are, approved, ratified and made the acts and deeds of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Consent as of the date first above written.

TIME WARNER ENTERTAINMENT COMPANY, L.P.,
sole Member,

By: _____


David A. Christman,
SVP & Secretary

OFFICERS

| | |
|-----------------------|--|
| William R. Goetz, Jr. | President |
| Amos Smith | Regional Chief Financial Officer, West Region |
| John Keib | President, Residential Services, West Region |
| Craig Collins | President, Commercial Services, West Region |
| Matthew Stanek | President, Network Operations & Engineering, West Region |
| Robert J. Barlow | Regional Vice President, Operations |
| Cyrus Driver | Vice President, Business Services |
| Deane Leavenworth | Regional Vice President, Government Relations |
| Satish Adige | Senior Vice President, Investments |
| David A. Christman | Senior Vice President & Secretary |
| Gary Matz | Senior Vice President, State Government Relations |
| William F. Osbourn | Senior Vice President & Controller |
| Mark Schichtel | Senior Vice President, Tax |
| Matthew Siegel | Senior Vice President & Treasurer |
| Jeffrey Zimmerman | Senior Vice President |
| Susan A. Waxenberg | Assistant Secretary |
| Ellen Alderdice | Assistant Treasurer |
| Meredith Garwood | Assistant Treasurer |