

ORDINANCE KOC 450.3

AN ORDINANCE RELATING TO GRANTING TO MW1 CABLESYSTEMS, INC., ITS SUCCESSORS AND ASSIGNS, A NONEXCLUSIVE FRANCHISE TO ERECT, CONSTRUCT, MAINTAIN AND OPERATE COMMUNITY ANTENNA TELEVISION SYSTEM FACILITIES AND ADDITIONS THERETO, IN, UNDER, OVER, ALONG, ACROSS AND UPON THE STREETS, LANES, AVENUES, ALLEYS, SIDEWALKS, BRIDGES, HIGHWAYS, PARKING LOTS AND OTHER PUBLIC PLACES IN HART COUNTY, KENTUCKY FOR THE PURPOSE OF TRANSMISSION AND DISTRIBUTION OF CABLE TELEVISION IMPULSES AND TELEVISION ENERGY TO THE INHABITANTS OF HART COUNTY, KENTUCKY, REGULATING THE SAME, AND FOR OTHER PURPOSES.

WHEREAS, pursuant to Ordinance KOC 450.1 of the Fiscal Court of Hart County, Kentucky (the "County"), the County created a Non-exclusive Franchise for a CATV system in the unincorporated areas of Hart County, Kentucky, as defined in said ordinance (a "Nonexclusive Franchise"):

WHEREAS, in compliance with the requirements of Ordinance KOC 450.1, and the law of the Commonwealth of Kentucky, the County duly advertised for bids for a Nonexclusive Franchise;

WHEREAS, the County has publicly examined and considered all bids for a Nonexclusive Franchise, and

WHEREAS, the County taking into consideration all factors held relevant thereto under Kentucky law, has found MW1 Cablesystems, Inc., an Indiana based corporation (MW1), to be the highest and best bidder for a Nonexclusive Franchise;

BE IT ORDAINED by the Fiscal Court of Hart County, Commonwealth of Kentucky as follows:

Section 1. The County hereby grants to MW1, its successors and assigns, a Nonexclusive Franchise to erect, construct, maintain and operate a community antenna television ("CATV") system in the unincorporated areas of Hart County outside the present corporate limits of any of the incorporated cities located therein, which unincorporated area shall

hereinafter be called "the Franchise Territory," for a period twelve (12) years from and after the final passage of this ordinance, pursuant to the authority and provisions of Ordinance KOC 450.1 and pursuant to the provisions set forth in the bid of MW1.

Section 2. The County shall not permit any individual or company to provide services similar to those of MW1 without first having secured a Nonexclusive Franchise from the county. The County shall not grant a Nonexclusive Franchise to anyone offering or furnishing services similar to those of MW1 on terms and conditions more favorable to such individuals or companies than those contained herein, unless this ordinance is amended to provide such more favorable terms and conditions.

Section 3. All right, title and interest of MW1 in this ordinance and the Nonexclusive Franchise granted herein shall be freely assignable without the consent of the County; provided however MW1 shall give the County written notice of any assignment within thirty (30) days after the assignment.

Section 4. All notices and other communications hereunder and under Ordinance KOC 450.1 shall be in writing and shall be deemed to have been given on the date of actual delivery if mailed, first class, registered or certified mail, return receipt requested, postage paid to the following respective addresses:

To the County:
Hart County Judge/Executive
P.O. Box 486
Munfordville, KY 42765

To MW1:
MW1 Cablesystems Inc.
35 Industrial Drive
Martinsville, Indiana 46151

Either of the foregoing parties to this ordinance may change the

address to which all communications and notices may be sent to it by addressing notices to such change in the manner provided hereunder.

Section 5. Any and all ordinances or parts of ordinances conflicting with the provisions of this ordinance are hereby repealed.

Section 6. If any section, subsection, sentence, clause or phrase of this ordinance is for any reason held illegal, invalid, or unconstitutional by the decision of any court or regulatory body of competent jurisdiction, such decision shall not affect the validity of the remaining portions hereof. The County hereby declares that it would have passed this ordinance and each section, subsection, sentence, clause and phrase hereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses or phrases be declared illegal, invalid or unconstitutional. The validity of any portion of this ordinance shall not abate, reduce or otherwise affect any consideration or other obligation required by MW1.

Section 7. This ordinance is hereby declared to be a measure in the interest of public peace, health, welfare and safety, and shall therefore go into immediate effect upon the passage and adoption of this ordinance.

Section 8. The grant of this Nonexclusive Franchise is conditioned upon acceptance of all provisions, terms and conditions of Ordinance KOC 450.1.

Section 9. MW1 shall pay the costs of publishing this ordinance.

Section 10. MW1 shall pay to the County a franchise fee equal to five percent (5%) of the Basic Gross Revenues. This shall be paid on a quarterly basis.

Read and approved on first reading on the 1st day of March, 1990.

Read and approved on second reading on this 5th day of April, 1990.

FISCAL COURT OF HART COUNTY

BY: Vince Lang
VINCE LANG
Hart County Judge Executive

ATTEST:

Tammie Sims
TAMMIE SIMS
Clerk, Hart Fiscal Court