

RESOLUTION NO. 98-06

A RESOLUTION GRANTING THE CONSENT OF
THE CITY OF PASO ROBLES TO THE TRANSFER
OF LEASE AGREEMENT FROM SONIC CABLE
LEASING CORPORATION TO CHARTER
COMMUNICATIONS PROPERTIES, LLC

WHEREAS, Sonic Cable Leasing Corporation ("Sonic"), as successor-in-interest of Central California Communications Corporation, and the City of Paso Robles ("City") are parties to a Site Lease Agreement dated February 20, 1996 ("Agreement") concerning the lease by Sonic Cable Leasing Corporation of City property for the purpose of transmitting and receiving of television signals; and

WHEREAS, in connection with the transfer by Sonic of certain of its assets to Charter Communications Properties, LLC ("CCPL"), a Delaware limited liability company ("Transaction"), Sonic intends to transfer its right, title and interest in and to the Agreement to CCPL; and

WHEREAS, the City of El Paso de Robles deems it desirable that the same corporation holding the franchise agreement also holds the site lease agreement;

WHEREAS, CCPL intends to grant security interests in the Agreement to one or more lenders for the purpose of financing.

NOW, THEREFORE, BE IT RESOLVED, that the City hereby consents to Sonic's assignment to CCPL of all of its right, title and interest in the Agreement, effective on the date of closing of the Transaction; and

AND BE IT FURTHER RESOLVED, that the City also consents to the assignment, mortgage or pledge by CCPL of all of its rights and obligations in, to and under the Agreement, as may be required for purposes of financing from time to time, to one or more banks, insurance companies or other financial institutions and their assigns.

AND BE IT FURTHER RESOLVED, that CCPL agrees that upon such assignment, CCPL will assume all obligations of Sonic under the Agreement, and be bound by all terms and conditions thereof, from and after closing.

AND BE IT FURTHER RESOLVED, that Sonic will remain responsible for all obligations under the Agreement until closing of the Transaction, but will be released and discharged from its obligations under the Agreement which accrue from and after the date of the closing of the Transaction.


RIMC CODE
DATE: January 6, 1998
FILE PLAN: Finance License & Collections
SUBJECT: Site Lease Agreement - Cable Television
LOCATION: Administrative Services
RETENTION: 5 Years

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AND BE IT FURTHER RESOLVED, that, upon closing of the Transaction, CCPL shall notify the City in writing that that the assignment and assumption contemplated herein has taken place.

APPROVED AND ADOPTED by the City Council of the City of El Paso de Robles this 6th day of January, 1998.

AYES: Iversen, Macklin, Swanson, and Picanco
NOES: None
ABSENT: Baron
ABSTAIN: None



Duane Picanco, Mayor

Attest:



Madelyn Paasch, City Clerk

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