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Louise S. Sams

September 20, 2000

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP OF "CABLE NEWS NETWORK, LP", CHANGING ITS NAME FROM "CABLE NEWS NETWORK, LP" TO "CABLE NEWS NETWORK LP, LLLP", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9504664

DATE: 01-05-99

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REEL: 002153 FRAME: 0779

**APPLICATION FOR REGISTRATION AS A
REGISTERED LIMITED LIABILITY LIMITED PARTNERSHIP OF
CABLE NEWS NETWORK LP, LLLP**

1. The name of the registered limited liability limited partnership is Cable News Network LP, LLLP (the "Partnership").
2. The address of the registered office of the Partnership in the State of Delaware is c/o Griffin Corporate Services, Inc., 300 Delaware Avenue, 9th Floor - DE5403, Wilmington, Delaware 19801.
3. The name and address of the registered agent for service of process on the Partnership in the State of Delaware are Griffin Corporate Services, Inc., 300 Delaware Avenue, 9th Floor - DE5403, Wilmington, Delaware 19801.
4. The number of partners in the Partnership is two (2); one (1) general partner and one (1) limited partner.
5. The Partnership is engaged in the business of the production of television programming, including a 24-hour television network of national and international news and information programming, and all activities ancillary to such production, such as marketing and promotion.
6. The Partnership hereby applies for status as a registered limited liability limited partnership effective as of 11:57 P.M. on December 31, 1998.

IN WITNESS WHEREOF, the undersigned has executed this Application for Registration as a Registered Limited Liability Limited Partnership as of the 30th day of December, 1998.

Turner Broadcasting System, Inc.,
as sole General Partner

By: Wayne Goodman
Name: Wayne Goodman
Title: Authorized Officer

ATL01/10419953-1

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Jan 5 1999 4:12PM

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