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Form No. 450

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION (To Be Filed in Duplicate)

Pursuant to the provisions of Section 7-16-49 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1.	The name of the limited liability company is: Con Edison Communications, LLC								
	Con Edison Communications, LLC	<u>Y 2 </u>							
2. The name, if different, under which it proposes to register and transact business in Rhode Island is:									
3.	The limited liability company is organized under the laws	of New York							
4.	The date of its organization is 12 28 OI								
5.	The period of duration of the limited liability company is	(if perpetual, so state) Fevr	retual						
6.	The address of the limited liability company's resident agent in Rhode Island is:								
	10 Weybosset Street	<u>Providence</u>	, RI <u>02903</u>						
	(Street Address, not P.O. Box)	(City/Town)	(Zip Code)						
	and the name of the resident agent at such address is CT CORPORATION SYSTEM								
		(Name of	Agent)						
7.	The secretary of state is appointed the agent of the foreithere is no resident agent or if the resident agent can diligence.	ign limited liability company for anot be found or served follow	service of process if at any time wing the exercise of reasonable						
8.	The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:								
	132 W. 31st Street, 13th Floor, New Yo	rk, NY 10001							
9.	The mailing address for the limited liability company is:								
	132 W. 31st Street, 13th Floor, New Yo	ork, NY 10001	<u> </u>						
	to security to	k j. vinj	ED						
			F11 2002						

0.	The limited liability company is to be man	aged b	У.					
		(C	heck one	box onl	(y)			
	its members	<u>or</u>	X t	y one (1) or more n	nanagers		
11.	If the limited liability company has mana each manager:	gers at	the time o	f filing th	nis applicati	on, please list th	e name and ad	dress of
	<u>Manager</u>				Address	<u>3</u>		
	Con Edison Communications,	Inc.	132 W.	31st	Street,	13th Floor,	New York,	NY 10001
								
12.	This application is accompanied by a ce authorized officer of the jurisdiction unde	r which Und App	the foreign der penalty dication for	of perju Registr	liability com ury, I declar ation, includ		ized. at I have exam anying attachmo	ined this
D	ate: 3/4/02	Con By	-		USC)	d Liability Compan		tion
						ce President Manager	of Con Ed	ison

CONSENT TO USE OF NAME

Consolidated Edison Communications, Inc., a corporation organized under the laws of the State of New York and qualified to do business in the State of Rhode Island, hereby consents to the use of the name "Con Edison Communications, LLC" in the State of Rhode Island by Con Edison Communications, LLC, which intends to register to transact business as a foreign limited liability company in the State of Rhode Island.

IN WITNESS WHEREOF, the said Consolidated Edison Communications, Inc. has caused this consent to be executed on its behalf by a duly authorized officer, this $26^{\frac{p}{2}}$ day of February, 2002.

CONSOLIDATED EDISON COMMUNICATIONS, INC.

Name: David W. Robinson

Title: Vice President

STATE OF NEW YORK

) ss:

COUNTY OF NEW YORK

Sworn to and subscribed before me this 26 day of February, 2002, by David W. Robinson, known to me to be the Vice President of Consolidated Edison Solutions, Inc., and he acknowledged to me that he executed the same as his/her free act and deed.

Notary Public

My commission expires:

Carolina Seguin Notary Public, State of New York Registration #015E6043877

Qualified in Quoons County

My Commission Expires June 26, 20

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State of New York Department of State

I hereby certify, that CON EDISON COMMUNICATIONS, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 12/24/2001, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.



Witness my hand and the official seal of the Department of State at the City of Albany, this 11th day of March two thousand and two.

Special Deputy Secretary of State

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