

RESOLUTION

WHEREAS, Insight Kentucky Partners II, L.P. ("*Franchisee*") currently holds a franchise granted by the City of Hurstbourne Acres (the "*Community*") to own and operate a cable system in the Community (the "*Franchise*"); and

WHEREAS, on August 15, 2011, Insight Communications Company, Inc. ("*Insight*") entered into an Agreement and Plan of Merger (the "*Agreement*") with Time Warner Cable Inc. ("*Time Warner Cable*") and certain other parties named therein, whereby Insight will become a wholly-owned subsidiary of Time Warner Cable (the "*Transaction*"); and

WHEREAS, Insight and Time Warner Cable have filed FCC Form 394 with the Community and have provided the Community with all information regarding the Transaction required by applicable law (collectively, the "*Application*"); and

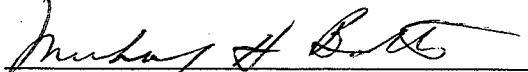
WHEREAS, the Community has reviewed the Application and has determined that the Transaction is in the best interests of the Community and its residents and that Time Warner Cable meets the legal, technical, and financial criteria to become the parent company of the Franchisee operating the cable system under the Franchise and all applicable local, state and federal laws.

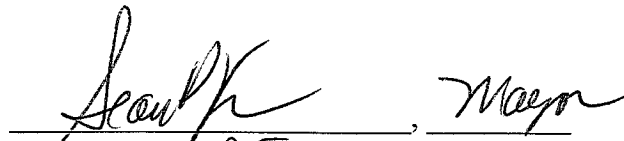

NOW, THEREFORE, THE COMMUNITY DOES RESOLVE:

1. The Community consents to and approves of the Transaction to the extent required by the terms of the Franchise and applicable law.
2. The Community confirms that the Franchise is valid and outstanding and in full force and effect and there are no defaults under the Franchise.
3. Effective upon the closing of the Transaction (the "Closing Date"), the Franchisee shall remain responsible for any obligations and liabilities under the Franchise.
4. This Resolution shall take effect upon its passage and publication in accordance with applicable law.

ADOPTED AND APPROVED THIS 8 day of September, 2011.

ATTEST:



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By: Sean P. Fore

Name:

Title: