

Amendment No. 1
to
Cable Television Franchise Agreement

BE IT KNOWN that on this 7th day of December 2007, personally came and appeared.

ST. CHARLES PARISH, 15045 River Road, P.O. Box 302, Hahnville, LA 70057, herein represented by Albert D. Laque, its Parish President, duly authorized by Ordinance No. 07-12-6 adopted on the 3rd day of December 2007.

AND

COX COMMUNICATIONS LOUISIANA, LLC, 2121 Airline Drive, Metairie, LA 70001, herein represented by Steve Sawyer its Vice President, Public & Government Affairs duly authorized by a Resolution of its Board of Directors, adopted on the 27th day of July 2007.

Who do hereby agree to amend Ordinance No. 92-12-15 adopted on December 7, 1992, the Cable Television Franchise Agreement, St. Charles Parish, Louisiana, item number 11 to read as follows:

11. Term of Agreement

The rights granted herein shall become effective immediately upon acceptance in writing by Grantee and the Parish, and shall continue in full force and effect until the end of the term of the Franchise, which is hereby extended to December 1, 2008, subject to the terms and conditions contained in this Agreement and in the Franchise Ordinance.

All other provisions of said Franchise Agreement shall remain as first written.

WITNESSES:

Barbara Jean Tucker
Valerie Berthelot

ST. CHARLES PARISH

By: Albert D. Laque
Albert D. Laque
Parish President

Angela Staudert
Valerie Berthelot

COX COMMUNICATIONS LOUISIANA, LLC

By: Steve Sawyer
Steve Sawyer
Vice President
Public & Government Affairs