

ORDINANCE NO. 213 AMENDING ORDINANCE NO. 187 OF THE  
VILLAGE OF GIFFORD, ILLINOIS

WHEREAS, the Village of Gifford, Illinois, herein "Municipality", did on the 6th day of October, 1983, approve Ordinance No. 187 granting to Gifford Cablevision Co., a cable television franchise;

AND WHEREAS, Municipality acknowledges that the franchisee "Gifford Cablevision Co." had no separate corporate existence but was a division of Specchio Cablevision Co., an Illinois Corporation;

AND WHEREAS, Municipality acknowledges that the present franchisee is, in fact, Specchio Cablevision Co. doing business as Gifford Cablevision;

AND WHEREAS, it has been requested that the franchise authorized by the above described Ordinance be assigned to Specchio Pay Television, Limited Partnership, (herein "Specchio");

AND WHEREAS, the undersigned believe it in the best interests of the residents of this community to allow the assignment and further to allow Specchio to finance the cable television operation with Philips Credit Corporation, a Delaware

1. That Municipality does hereby confer its consent to the assignment of the cable television franchise for Municipality to Specchio.

2. That Municipality consents to Specchio's assignment and pledging of the franchise and the grant by Specchio of liens on and security interests in the cable television assets as collateral and security for any loans made by Philips to Specchio.

3. That Municipality consents to the grant by the Partners in Specchio to Philips of a lien on and security interest in and pledge to Philips of all of the equity interests in Specchio.

PASSED AND APPROVED this 1<sup>st</sup> day of June, 1989.

VILLAGE OF GIFFORD,

By: *Thomas H. Hays*  
Its President/Mayor

ATTEST:

*Martin E. Osborn*  
Its Secretary/Clerk