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May 6, 2014

E-MAIL and U.S. MAIL

Brian A. Kang, Esq.
Watanabe Ing
First Hawaiian Center
999 Bishop Street, 23rd Floor
Honolulu, HI 96813

Re: Letter Order – Extension of Time for Oahu Institutional Network
("INET") Discussions and Clarification of Oahu INET Issues

Dear Mr. Kang:

On January 14, 2010, the Cable Television Division of the Department of Commerce and Consumer Affairs ("DCCA") issued Decision and Order No. 346 ("D&O 346") authorizing the renewal of Oceanic Time Warner Cable LLC's ("OTWC")¹ cable franchise for the island of Oahu, subject to certain terms, conditions, and requirements.

Section IV.M.1.f., of D&O 346 requires OTWC and the DCCA to meet and confer on the number of additional INET sites/interconnection to be provided by OTWC, at no cost to the State of Hawaii or subscribers (i.e., future plans for INET sites/interconnections) for every subsequent five- (5) year period, after the first five (5) years, during the franchise term, no later than April 30th of the preceding calendar year (i.e., April 30, 2014; April 30, 2019; and April 30, 2024). Accordingly, OTWC and the DCCA are required to meet no later than April 30, 2014, to discuss the future plans for INET sites/interconnection for the next five- (5) year period.

¹OTWC is the successor-in-interest to Time Warner Entertainment Company, L.P. ("TWE"). See In re Oceanic Time Warner Cable LLC, by and through Time Warner Entertainment Company, L.P., Decision and Order No. 355, dated September 21, 2012.

On April 28, 2014, the DCCA received your letter on behalf of OTWC requesting a sixty- (60) day extension of time (i.e., from April 30, 2014 to June 30, 2014²) to comply with the requirements of Section IV.M.1.f. As stated in your letter, OTWC and the DCCA are currently meeting on INET issues connected with OTWC's Big Island franchise renewal proceeding which may impact the discussions required under IV.M.1.f., of D&O 346. Further, you assert that an extension of time to meet and confer regarding the future plans for INET sites/interconnects required by D&O 346 would be mutually beneficial to OTWC and the DCCA.

After due consideration of OTWC's representations, the Director grants OTWC's request for a sixty- (60) day extension of time (from April 30, 2014 to June 30, 2014) to fulfill the requirement under Section IV.M.1.f., of D&O 346 that OTWC and DCCA meet and confer on future plans for INET sites/interconnection for the subsequent five (5) year period of the franchise term.

In addition, pursuant to Section IV.T., of D&O 346,³ the Director finds it appropriate, at this juncture, to clarify the first paragraph of the requirements under Section IV. M.1.e., of D&O 346, which provides for the identification of the twenty (20) no cost sites/interconnections for the first five year period and states as follows:

During the first five years of the franchise term, TWE (at the request of the Director) shall install fiber optic lines, materials, and electronics for two-way broadband video, voice, and data capabilities, interconnecting network sites between the INET system and twenty additional sites/interconnections, selected within TWE's franchise areas statewide, to be determined by the Director, all at no cost or charge to the State or Subscribers during the term of the franchise. When determining the sites/interconnections to the INET system at no cost or charge to the State or Subscribers, the Director shall be cognizant of TWE's scheduling, manpower, resource limitations, and the cost of the connections compared to the public benefits provided.

²The 60th day falls on June 29, 2014, which is a Sunday. Pursuant to Hawaii Administrative Rules § 16-210-14, the computation of time is extended to the next day which is Monday, June 30, 2014.

³Under this section, the Director of the DCCA (the "**Director**") may adopt or issue such rules, decisions and orders, or other directives governing cable franchises as the DCCA finds necessary or appropriate under the exercise of its power and jurisdiction over every cable operator in the State of Hawaii. See D&O 346 at 42.

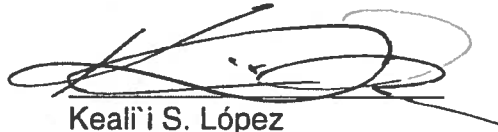
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D&O 346 at 31. Given that the Director is required to balance OTWC's scheduling, manpower, resource limitations, and the cost of interconnections against the public benefits provided in requesting the twenty (20) INET sites/interconnections under Section IV.M.1.e. above, the Director clarifies that this section requires that the twenty (20) INET site/interconnections must be identified within the first five (5) years of the franchise term, and that the Director, in balancing the interests of OTWC and the public, will allow installation to occur beyond the first five (5) year period so long as the required sites/interconnections are completed during the franchise term.

All other provisions of Section IV.M.1., of D&O 346 shall remain the same and are not affected by the decisions and/or clarifications set forth in this Letter Order.

If you have any questions regarding the above, please do not hesitate to contact Ms. Catherine Awakuni, Cable Television Administrator, at (808) 586-2620. Thank you for your assistance and cooperation with this matter.

Sincerely,



Keali'i S. López
Director, Department of Commerce
and Consumer Affairs

cc: Oceanic Time Warner Cable LLC
Department of the Attorney General