

M 85898



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 488876 4328951

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 70

FILED
99 DEC -9 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 19, 1999

ORDER TIME : 1:05 PM

ORDER NO. : 488876-005

400003051654--2

CUSTOMER NO: 4328951

CUSTOMER: Ms. Kathleen M. Caprisecca
Cablevision Systems
1111 Stewart Avenue

Bethpage, NY 11714

ARTICLES OF MERGER

CABLE SCIENCE CORPORATION

INTO

CABLEVISION SYSTEMS NEW YORK
CITY CORPORATION

RECEIVED
99 NOV 22 PM 1:40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

C. COULLETTE DEC 09 1999

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
Merger Sheet

MERGING:

CABLE SCIENCE CORPORATION, a Florida corporation, M85898

INTO

CABLEVISION SYSTEMS NEW YORK CITY CORPORATION, a Delaware
corporation not qualified in Florida.

File date: December 8, 1999

Corporate Specialist: Cheryl Coulliette

Account number: 072100000032

Account charged: 70.00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

File
2nd

November 22, 1999

CSC

TALLAHASSEE, FL

SUBJECT: CABLE SCIENCE CORPORATION
Ref. Number: M85898

We have received your document for CABLE SCIENCE CORPORATION . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 1999 annual report. The entity must be reinstated before this document can be filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 399A00055861

RECEIVED
99 DEC -8 PM 3:16
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
OF
CABLE SCIENCE CORPORATION
AND
CABLEVISION SYSTEMS NEW YORK CITY CORPORATION

FILED
99 DEC - 9 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging Cable Science Corporation with and into Cablevision Systems New York City Corporation as approved by the Board of Directors of Cable Science Corporation on November 16, 1999 and adopted at a meeting by the Board of Directors of Cablevision Systems New York City Corporation on November 16, 1999.

2. The merger of Cable Science Corporation with and into Cablevision Systems New York City Corporation is permitted by the laws of the jurisdiction of organization of Cablevision Systems New York City Corporation and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Cablevision Systems New York City Corporation was Nov. 16, 1999.

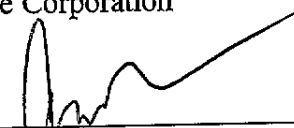
3. Shareholder approval was not required for the merger.

4. The effective time and date of the merger herein provided for in the State of Florida shall be upon filing of this certificate of merger.

Executed on November 16, 1999.

Cable Science Corporation

By:



Andrew Rosengard
Executive Vice President, Finance
Controller and Secretary

Cablevision Systems New York City Corporation

By:



William J. Bell
Vice Chairman

PLAN OF MERGER
OF
CABLE SCIENCE CORPORATION
AND
CABLEVISION SYSTEMS NEW YORK CITY CORPORATION

1. Cablevision Systems New York City Corporation, which is a business corporation of the State of Delaware, is the parent corporation and the owner of all of the outstanding shares of Cable Science Corporation, which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Cable Science Corporation into Cablevision Systems New York City Corporation pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of Cablevision Systems New York City Corporation.
2. The separate existence of Cable Science Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and Cablevision Systems New York City Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.
3. The issued shares of Cable Science Corporation shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
4. The Board of Directors and the proper officers of Cablevision Systems New York City Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.