



Patricia N. McCausland
Vice President & Assistant Chief Counsel, Regulatory
Law Department

October 1, 2012

VIA FEDERAL EXPRESS

Mr. Michael Morris
Video Franchising and Broadband
Deployment Group
Communications Division
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102

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COMMUNICATIONS DIVISION
DIRECTOR'S OFFICE

Dear Mr. Morris:

Pursuant to General Order 169, Article VI(F), Time Warner Cable Inc. (“TWC”) hereby provides notice, as required by Cal. Pub. Util. Code § 5840(m), that on September 30, 2012, it completed an internal reorganization (the “Transaction”) involving various TWC subsidiaries and affiliates, including entities that hold Certificates issued by the California Public Utilities Commission: Time Warner Entertainment Company, L.P. (“TWE”) [Franchise No. 0020], Time Warner Entertainment-Advance/ Newhouse Partnership (“TWE-A/N”) [Franchise No. 0019], Time Warner NY Cable LLC (“TWN”) [Franchise No. 0005] and Time Warner Cable LLC (“TWC LLC”) [Franchise No. 0018].¹ As a result of this internal restructuring, the above-referenced certificates are now held by Time Warner Cable Pacific West LLC (“TWCPW”), an indirect, wholly-owned subsidiary of TWC. For administrative convenience, TWC suggests that the four Certificates now held by TWCPW be consolidated under Franchise No. 0020. *cf.* § 5840(f).²

The Transaction will have no impact on existing cable system operations or local staff and management. In particular, there will be no change in our commitment to provide our customers with the best variety and quality in entertainment and information services, all at competitive rates with excellent customer care. Because all affected cable systems will continue to do business as “Time Warner Cable,” this Transaction will be entirely seamless from a subscriber standpoint.

Except as set forth below, none of the information submitted by TWE, TWE-A/N, TWNY or TWC LLC with respect to their video service authorization Certificates has changed

¹ The local entities where video service is provided under the applicable Certificates are identified on Attachment A.

² Consolidation of these four Certificates will have no impact on the term of any Franchise because they share a common expiration date of January 2, 2018. Similarly, because consolidation will not result in termination or disruption of service to any customer, and because the surviving Certificate holder, TWCPW, will continue to do business as “Time Warner Cable,” written notification to subscribers is unnecessary (and, indeed, would likely result in unnecessary confusion). *cf.* § 5840(j).

as a result of the Transaction. By way of example, and without limitation, the Transaction will not affect (1) any existing video service area footprint, (2) the obligation to comply with all federal and state statutes, rules and regulations, including, but not limited to, those specified in § 5840(e)(1)(B), or (3) the obligation to comply with all lawful city, county or city and county regulations regarding time, place and manner of using the public rights-of-way, including, but not limited to, payment of applicable encroachment, permit and inspection fees.

(1) TWCPW's principal officers are:

William R. Goetz, Jr.	President
Amos Smith	Regional Chief Financial Officer, West Region
John Keib	President, Residential Services, West Region
Craig Collins	President, Commercial Services, West Region
Matthew Stanek	President, Network Operations & Engineering, West Region
David Montierth	Regional Vice President, Commercial Services
Debi Picciolo	Regional Vice President, Operations
Deane Leavenworth	Regional Vice President, Government Relations
Satish Adige	Senior Vice President, Investments
David A. Christman	Senior Vice President & Secretary
Gary Matz	Senior Vice President, State Government Relations
William F. Osbourn	Senior Vice President & Controller
Mark Schichtel	Senior Vice President, Tax
Matthew Siegel	Senior Vice President & Treasurer
Jeffrey Zimmerman	Senior Vice President
Susan A. Waxenberg	Assistant Secretary
Ellen Alderdice	Assistant Treasurer
Meredith Garwood	Assistant Treasurer

(2) The parent entities of TWCPW are:

Time Warner Cable Inc.
TW NY Cable Holding Inc.
Time Warner NY Cable LLC
Time Warner Cable Enterprises LLC
Time Warner Entertainment-Advance/Newhouse Partnership

This ownership structure, including the respective ownership interests held by each parent entity, is shown on Attachment B.

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(3) Concurrently herewith, TWCPW has provided a copy of a fully executed replacement bond in the amount of \$500,000 to the Executive Director, listing the Commission as obligee and issued by a corporate surety authorized to transact a surety business in California.

(4) TWCPW is a single identifiable entity that is qualified to do business in California and has verifiable assets. This entity shall accept service of process, either directly or through an agent, and submit to the jurisdiction of California courts.

A copy of this notification is being provided to each applicable local entity identified on Attachment A.

Please feel free to contact me if you have any questions related to the Transaction or this notice.

Sincerely,

A handwritten signature in cursive script that reads "Patricia N. McCausland".

Patricia N. McCausland

Enclosures
cc: Deane Leavenworth

ATTACHMENT A

Time Warner Cable LLC (Franchise No. 0018)

Costa Mesa, City of
El Segundo, City of
Fountain Valley, City of
Garden Grove, City of
Gardena, City of
Hawthorne, City of
Huntington Beach, City of
Lawndale, City of
Los Angeles County
Los Angeles, City of
Orange County
San Fernando, City of
Stanton, City of
Torrance, City of
Westminster, City of

Time Warner Entertainment Company, L.P. (Franchise No. 0020)

Los Angeles County

Time Warner Entertainment-Advance/Newhouse Partnership (Franchise No. 0019)

Banning, City of
Beaumont, City of
Coronado, City of
Indian Wells, City of
Indio, City of
La Quinta, City of
Los Angeles County
Orange County
Orange, City of
Palm Desert, City of

Time Warner Entertainment-Advance/Newhouse Partnership (Franchise No. 0019)

Palm Springs, City of
Poway, City of
Rancho Mirage, City of
Riverside County
San Bernardino County
San Diego County
San Marino, City of
Santa Clarita, City of
South Pasadena, City of

Time Warner NY Cable LLC (Franchise No. 0005)

Agoura Hills, City of
Anaheim, City of
Arcadia, City of
Artesia, City of
Baldwin Park, City of
Beaumont, City of
Bell Gardens, City of
Bell, City of
Bellflower, City of
Beverly Hills, City of
Bradbury, City of
Brea, City of
Buena Park, City of
Calabasas, City of
Calimesa, City of
Camarillo, City of
Canyon Lake, City of
Carlsbad, City of
Carson, City of
Chino Hills, City of
Chino, City of
Claremont, City of

Time Warner NY Cable LLC (Franchise No. 0005)

Colton, City of
Compton, City of
Corona, City of
Costa Mesa, City of
Covina, City of
Cudahy, City of
Culver City, City of
Cypress, City of
Del Mar, City of
Desert Hot Springs, City of
Diamond Bar, City of
Downey, City of
Eastvale, City of
El Centro, City of
El Monte, City of
Encinitas, City of
Fontana, City of
Fullerton, City of
Glendora, City of
Grand Terrace, City of
Hawaiian Gardens, City of
Hemet, City of
Hermosa Beach, City of
Highland, City of
Holtville, City of
Imperial County
Imperial, City of
Inglewood, City of
La Habra Heights, City of
La Habra, City of
La Mirada, City of
La Palma, City of

Time Warner NY Cable LLC (Franchise No. 0005)

La Puente, City of
La Verne, City of
Lake Elsinore, City of
Lakewood, City of
Lancaster, City of
Loma Linda, City of
Lomita, City of
Los Angeles County
Los Angeles, City of
Lynwood, City of
Manhattan Beach, City of
Maywood, City of
Menifee, City of
Monrovia, City of
Montclair, City of
Moorpark, City of
Moreno Valley, City of
Murrieta, City of
Newport Beach, City of
Ojai, City of
Ontario, City of
Orange County
Oxnard, City of
Palmdale, City of
Paramount, City of
Pico Rivera, City of
Placentia, City of
Pomona, City of
Port Hueneme, City of
Rancho Cucamonga, City of
Redlands, City of
Redondo Beach, City of

Time Warner NY Cable LLC (Franchise No. 0005)

Rialto, City of

Riverside County

San Bernardino County

San Bernardino, City of

San Buenaventura, City of (a/k/a City of Ventura)

San Diego County

San Dimas, City of

San Jacinto, City of

San Marcos, City of

Santa Ana, City of

Santa Clarita, City of

Santa Fe Springs, City of

Santa Monica, City of

Seal Beach, City of

Simi Valley, City of

Solana Beach, City of

South El Monte, City of

Temecula, City of

Thousand Oaks, City of

Tustin, City of

Upland, City of

Ventura County

Villa Park, City of

Vista, City of

West Hollywood, City of

Westlake Village, City of

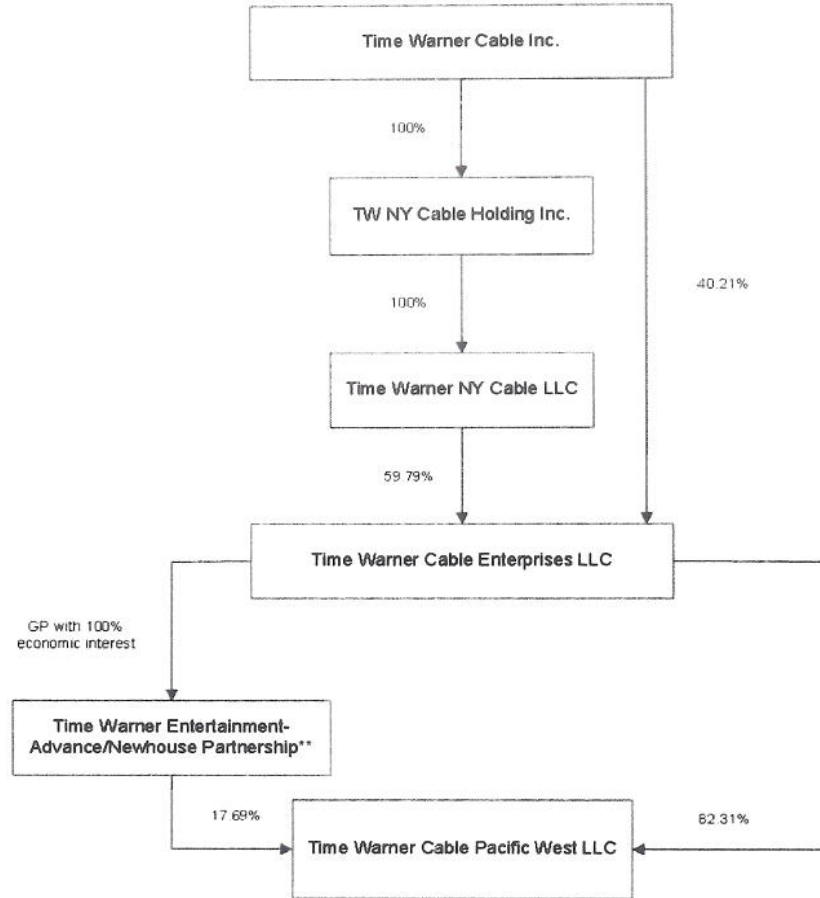
Wildomar, City of

Yorba Linda, City of

Yucaipa, City of

Yucca Valley, Town of

POST-TRANSACTION STRUCTURE



** Advance/Newhouse Partnership will continue to hold legal title to a 33.33 percent general partner interest in Time Warner Entertainment-Advance/Newhouse Partnership, which interest will not be recognized for tax or economic purposes. Advance/Newhouse Partnership will hold no economic interest, or have any managerial or operational role, in the newly formed Regional Operating Entities or their respective assets or operations.

State of California
Secretary of State

CERTIFICATE OF REGISTRATION

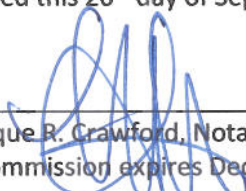
I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the 8th day of June, 2012, TIME WARNER CABLE PACIFIC WEST LLC, complied with the requirements of California law in effect on that date for the purpose of registering to transact intrastate business in the State of California; and further purports to be a limited liability company organized and existing under the laws of Delaware as TIME WARNER CABLE PACIFIC WEST LLC and that as of said date said limited liability company became and now is duly registered and authorized to transact intrastate business in the State of California, subject, however, to any licensing requirements otherwise imposed by the laws of this State.

County of Fairfax)
Commonwealth of Virginia)

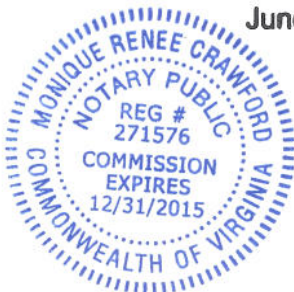
I hereby certify this to be a complete, full, true
and exact reproduction of the original document.

Certified this 26th day of September, 2012.



Monique R. Crawford, Notary Public # 271576
My commission expires December 31, 2015

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
June 23, 2012.





DEBRA BOWEN
Secretary of State

vaj