

ORDINANCE NO. 094-077

AN ORDINANCE OF THE TOWN OF ADDISON, TEXAS, APPROVING THE ASSIGNMENT OF ALL OF THE TERMS, CONDITIONS, AND OBLIGATIONS SET FORTH IN ORDINANCE 093-061 OF THE CITY RELATING TO THE GRANT FOR THE USE OF THE CITY RIGHTS-OF-WAY FOR THE CONSTRUCTION, OPERATION AND MAINTENANCE OF A FIBER-OPTIC TELECOMMUNICATIONS NETWORK FROM TELEPORT COMMUNICATIONS DALLAS, INC. TO TCG DALLAS, A PARTNERSHIP; PROVIDING AN EFFECTIVE DATE.

WHEREAS, on October 26, 1993, the City Council of the Town of Addison, Texas (the "City") adopted Ordinance No. 093-061 granting to Teleport Communications Dallas, Inc. ("TCD") the right to use the public streets and rights-of-way within the City for the construction, maintenance and operation of a fiber optic telecommunications network; and

WHEREAS, TCD has, together with TCI Teleport of Dallas, Inc., recently formed a new partnership called TCG Dallas, a New York general partnership; and

WHEREAS, TCD and TCG Dallas have represented to the City that TCG Dallas is authorized to do business in the State of Texas; and

WHEREAS, TCD will assign all of its privileges, rights, duties, and obligations set forth in Ordinance No. 093-061 to TCG Dallas, and the City consents to such assignment; now, therefore,

BE IT ORDAINED BY THE CITY COUNCIL OF THE TOWN OF ADDISON, TEXAS:

Section 1. In accordance with Section 15 of Ordinance No. 093-061, in which Ordinance the City granted to Teleport Communications Dallas, Inc. the use of the City's public streets and rights-of-way for the operation of a fiber optic telecommunications network, the City does hereby grant and approve the assignment of the privileges, rights, duties, and obligations set forth in the said Ordinance from Teleport Communications Dallas, Inc. to TCG Dallas, a New York general partnership; provided, however, that the said grant and approval of the assignment shall not be effective until such time as TCG Dallas has performed the following:

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- A. The execution and filing with the City of the "Acknowledgement of Acceptance of Assignment" attached hereto as Exhibit "A" within thirty (30) days following the date of adoption of this Ordinance;
- B. The filing with the City Secretary of a surety bond in the amount and in accordance with Section 6 of Ordinance No. 093-061; and
- C. The filing with the City of certificates of insurance in accordance with Section 7 of Ordinance No. 093-061.

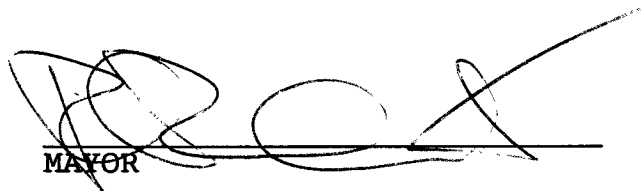
Section 2. Upon the execution of the assignment, TCG Dallas shall provide the City with written evidence of such execution.

Section 3. This Ordinance shall be cumulative of all other ordinances of the City affecting the use of public streets and rights-of-way and shall not repeal any of the provisions of those ordinances except in those instances where provisions of those ordinances are in direct conflict with the provisions of this Ordinance.

Section 4. If any section, article, paragraph, sentence, clause, phrase, or word in this Ordinance or application thereof to any person or circumstance is held invalid or unconstitutional by a Court of competent jurisdiction, such holding shall not affect the validity of the remaining portions of this Ordinance despite such invalidity, which remaining portions shall remain in full force and effect.

Section 5. This Ordinance shall be effective from and after its date of adoption.

DULY PASSED BY THE CITY COUNCIL OF THE TOWN OF ADDISON,
TEXAS, this the 22nd day of November, 1994.


MAYOR

ATTEST:


CITY SECRETARY

OFFICE OF THE CITY SECRETARY

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ACKNOWLEDGEMENT OF ACCEPTANCE OF ASSIGNMENT

On November 22, 1994, the City Council of the Town of Addison, Texas, adopted Ordinance No. 094-077 approving the assignment of the privileges, rights, duties, and obligations of Ordinance 093-061 (granting use of the public streets and rights-of-way for the construction, maintenance and operation of a fiber optic telecommunications network) from Teleport Communications Dallas, Inc. to TCG Dallas, a New York general partnership. TCG Dallas does hereby accept all of such privileges, rights, duties, obligations, terms and conditions of Ordinance No. 093-061.

TCG Dallas, a partnership

By: Charles R Young

Print Name: CHARLES R Young

Print Title: VP & GEN. MGR.

EXHIBIT "A"