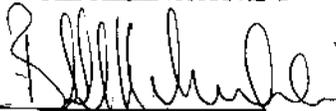
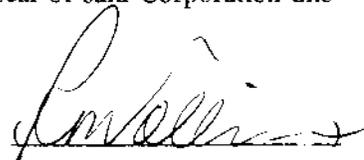


CERTIFICATE OF INCUMBENCY AND AUTHORITY

I, (Ronald Tolliver), do hereby certify that the person(s) whose name, title, position and signature appears below is duly elected, or appointed, qualified and acting representative of said Corporation and holds on the date of this Certificate the offices set opposite their name, that the signature appearing opposite their name is the genuine signature of the representative; that the representative is duly authorized for and on behalf of said Corporation to execute and deliver any document between said Corporation and the **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** and all agreements and instruments in connection therewith, including without limitation, application for permits and similar documents, and that the execution and delivery of any such document, and all agreements and instruments in connection therewith for and on behalf of said Corporation is not prohibited by or in any manner restricted by the terms of said Corporation's Certificate of Incorporation, its by-laws, or of any loan agreement, indenture or contract to which said Corporation is a party or under which it is bound. I do further certify that the foregoing authority shall remain in full force and effect, and said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** shall be entitled to reply upon same, until written notice of the modification, rescission or revocation of same, in whole or in part, has been delivered to said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** but no such modification, rescission or revocation shall, in any event, be effective with respect to any documents executed or actions taken in reliance upon the foregoing authority prior to the delivery to said **DEPARTMENT OF TRANSPORTATION, STATE OF FLORIDA** written notice of said modification, rescission or revocation. (Intermedia Communications of Florida, Inc. hereby waives the company seal on all documents signed by the representative, and agrees to be bound as fully as if the company seal were affixed. Attached is a corporate action or resolution to this effect.

NAME(S) OF REPRESENTATIVE	TITLE(S) OF REPRESENTATIVE	POSITION(S) OF REPRESENTATIVE	SIGNATURE(S) OF REPRESENTATIVE
<u>Burkhard Mariani</u>	<u>Dir. of Operations</u>	<u>Same</u>	
<u>Sandra Pechin</u>	<u>Drafting Engineer</u>	<u>Permitting Agent</u>	

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this 30 day of March, 19 94.


(Sr. VP & CFO)

ATTEST: Lori Morse

CERTIFICATE OF SECRETARY

I, James A. Burt, do hereby certify that I am Secretary of INTERMEDIA COMMUNICATIONS OF FLORIDA, INC., a corporation duly organized and existing under the laws of the State of Delaware and authorized to do business in the State of Florida, that the following resolutions were adopted by Action of the Board of Directors Without Meeting:

(1) Waiver of Corporate Seal

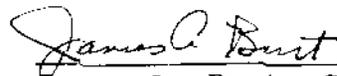
RESOLVED, that applications made on behalf of the corporation for utility permits from the Florida Department of Transportation shall be accepted by the corporation as valid and binding on the corporation without the necessity of affixing the corporate seal.

(2) Effectiveness

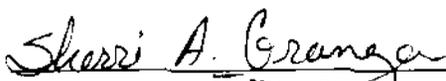
RESOLVED, that this action of the Board of Directors Without Meeting upon receiving the written consent of all of the directors of the corporation (by signature affixed to this writing), shall be effective as of February 1, 1990.

I further certify that the above resolutions have not been in any way altered, amended or rescinded and are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Corporate Seal of this corporation on the 24th day of January, 1990.


James A. Burt, Secretary

Subscribed and sworn to before me this 24th day of January, 1990.


Notary Public, State of Florida
My Commission Expires July 21, 1992
Bonded Thru Troy Fair - Insurance Inc.

BOARD OF DIRECTORS CONSENT

The undersigned, consisting of the complete board of directors of Intermedia Communications of Florida, Inc., hereby consent to the resolutions concerning the affixation of the corporate seal to utility permit applications to the Florida Department of Transportation.



Robert F. Benton

Joseph McCullen



John C. Baker

George Knapp

BOARD OF DIRECTORS CONSENT

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Robert F. Benton

Joseph T. McCullen Jr.

Joseph McCullen

John C. Baker

George Knapp

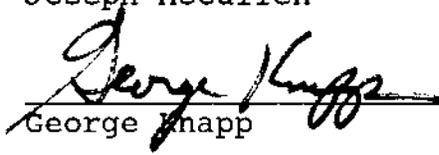
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Robert F. Benton

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George Knapp