



October 4, 2017

Ms. Christina R. Jaramillo
Cable Compliance Officer and Manager
Office of Cable Communications
King County Department of Information Technology
CNK-IT-0600
401 Fifth Avenue, Suite 700
Seattle, WA 98104

Dear Chris:

Reference is hereby made to (i) the franchise granted by King County (the "County") to Wave Division I, LLC d/b/a/ Wave, a subsidiary of Wave HoldCo, LLC, on September 26, 2013 to own and operate a cable television system serving the County (the "Franchise"); (ii) the purchase agreement entered into on May 18, 2017 whereby Radiate HoldCo, LLC, a subsidiary of Radiate Holdings, L.P. will acquire a controlling interest in Wave HoldCo, LLC (the "Purchase Agreement"); and (iii) the FCC Form 394 filed with the County on June 17, 2017 by Radiate Holdings, L.P. and Wave HoldCo, LLC (the "Applicants") seeking the County's approval of the indirect transfer of control of the Franchisee from Wave HoldCo, LLC to Radiate Holdings, L.P. (the "Application").

Under Section 76.502 of the rules of the Federal Communications Commission, if the County does not act on the Application within 120 days of the date it was filed (i.e., by October 17, 2017), the Application will be deemed granted as of that date unless the County and the Applicants agree to an extension of time. The County has requested and the Applicants hereby agree to extend the October 17, 2017 deadline for sixty days until December 16, 2017, subject to the County's acknowledgement that if the Applicants, having received such approvals as are needed to proceed to closing under the terms of the Purchase Agreement, consummate the transfer of control prior to the County taking final action on the Application, the County will not assert a claim for breach of contract or seek to impose any penalties on the Applicants as may be provided for in the Franchise or otherwise for consummating the transfer without the County's approval.

If the foregoing is acceptable to the County, please signify the County's agreement by signing this letter and returning to us.

Very Truly Yours,

James A. Penney
General Counsel

Agreed and accepted this 4 day of October, 2017.

King County

By:
Name: TANYA HANNAH
Title: INTERIM CHIEF INFORMATION OFFICER

