

This instrument prepared by:

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### MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is prepared and entered into by and between Time Warner Entertainment - Advance/Newhouse, a New York general partnership, Through Its Tampa Bay Division, d/b/a Time Warner Communications ("Time Warner") and Laurel Oak Park Home Owners Association, Inc., a Florida corporation ("Owner").

1. The parties desire to record this Memorandum of Agreement in order to provide record notice to third parties of the existence of the Bulk Standard Service and Right of Entry Agreement executed between Time Warner and the Owner.

2. In accord with the Agreement, Time Warner is entitled to provide Services to all residents of the Premises as defined in that Agreement. The Agreement further grants to Time Warner easement and access rights to the Premises (more particularly described in attached Exhibit A).

Owner grants and conveys to Time Warner irrevocable easement-in-gross interests in, on, over, across, under and throughout the Premises (both land and improvements), including, without limitation, common areas, utility areas, pre-existing conduit, and all other spaces on, in and over the Premises as are reasonably necessary or useful for the purposes of: (a) Providing Standard Service; (b) Providing Other Services and Services which Time Warner is permitted to provide pursuant to the Agreement; (c) Installing, owning, operating, inspecting, retrieving, maintaining, testing, replacing, relocating, adding to, upgrading and removing the System or any part thereof; (d) Marketing and selling Services, and soliciting customers, which includes, but is not limited to, the conduct of live demonstrations, door-to-door solicitation of subscriptions, and the distribution and posting of advertising and promotional materials in recreation/community rooms and in other public or semi-public areas within the Premises; and (e) Collecting unpaid accounts. Owner shall provide an employee or authorized person under control of Owner to accompany Time Warner employees or contractors into any unoccupied dwelling units, and shall further take all steps necessary to assure Time Warner's access to any part of the Premises over which it does not have control for the same purposes.

6/29/99