

AMC Networks Inc.
Form POSASR
July 19, 2017

As filed with the Securities and Exchange Commission on July 19, 2017

Registration No. 333-210340

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-3

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

AMC Networks Inc.

(Exact name of registrant as specified in its charter)

Delaware

27-5403694

**(State or Other Jurisdiction of
Incorporation or Organization)**

**(I.R.S. Employer
Identification No.)**

11 Penn Plaza

New York, NY 10001

(212) 324-8500

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

(FOR CO-REGISTRANTS, PLEASE SEE TABLE OF CO-REGISTRANTS ON THE FOLLOWING PAGE)

James G. Gallagher, Esq.

Executive Vice President and General Counsel

AMC Networks Inc.

11 Penn Plaza

New York, NY 10001

(212) 324-8500

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

John P. Mead

Robert W. Downes

Sullivan & Cromwell LLP

125 Broad Street

New York, NY 10004

(212) 558-4000

Approximate date of commencement of proposed sale to the public: From time to time after the effective date of this Registration Statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, as amended (the Securities Act), other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company and emerging growth company in Rule 12b-2 of the Securities Exchange Act of 1934. (Check one):

Large Accelerated Filer

Non-Accelerated Filer (Do not check if a smaller reporting company)

Accelerated Filer

Smaller Reporting Company

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities to Be Registered | Amount to Be Registered | Proposed Maximum Offering Price per Unit | Proposed Maximum Aggregate Offering Price | Amount of Registration Fee |
|---|--------------------------------|---|--|-----------------------------------|
| Debt Securities | (1) | (1) | (1) | (1) |
| Guarantees of Debt Securities(2) | (1) | (1) | (1) | (1) |

- (1) An indeterminate aggregate initial offering price or number of the debt securities is being registered as may from time to time be offered, reoffered or resold, at indeterminate prices. Separate consideration may or may not be received for securities that are issuable on exercise, conversion or exchange of the debt securities. In accordance with Rules 456(b) and 457(r) under the Securities Act, the registrants are deferring payment of all of the related registration fees.
- (2) See the Table of Co-Registrants on the following page. Pursuant to Rule 457(n) under the Securities Act, no additional fee is being paid in respect of the guarantees. The guarantees are not traded separately.

This registration statement contains a prospectus relating to both the offering of newly issued debt securities and related guarantees and remarketing or other resale transactions that occur on an ongoing basis in debt securities and related guarantees that have been previously or will be issued under this registration statement.

TABLE OF CO-REGISTRANTS

| Exact Name of Co-Registrant as Specified in its Charter | State | I.R.S. Employer Identification No. | State or Other Jurisdiction of Incorporation or Organization |
|--|--------------|---|---|
| 2ND PARTY LLC | Delaware | 35-2533767 | DE |
| AMC FILM HOLDINGS LLC | Delaware | 04-3734671 | DE |
| AMC NETWORK ENTERTAINMENT LLC | New York | 11-2840178 | NY |
| AMC NETWORKS BROADCASTING & TECHNOLOGY | New York | 11-2542002 | NY |
| AMC NETWORKS INTERNATIONAL LLC | Delaware | 90-1026635 | DE |
| AMC NETWORKS INTERNATIONAL ASIA-PACIFIC LLC (f/k/a SUNDANCE CHANNEL ASIA LLC) | Delaware | 27-0841492 | DE |
| AMC TV STUDIOS LLC | Delaware | 27-2310716 | DE |
| AMC/SUNDANCE CHANNEL GLOBAL NETWORKS LLC | Delaware | 27-0813860 | DE |
| AMCN PROPERTIES LLC | Delaware | 01-0689406 | DE |
| AMERICAN MOVIE CLASSICS IV HOLDING CORPORATION | Delaware | 65-1189249 | DE |
| BADLANDS PRODUCTIONS I LLC | Louisiana | 47-1388257 | LA |
| BADLANDS PRODUCTIONS II LLC | Delaware | 81-2120257 | DE |
| BENDERS PRODUCTIONS I LLC | Delaware | 38-3958227 | DE |
| BROCKMIRE PRODUCTIONS I LLC | Delaware | 32-0491073 | DE |
| COBALT PRODUCTIONS LLC | Delaware | 47-1817115 | DE |
| COMIC SCRIBE LLC | Delaware | 46-3634213 | DE |
| CROSSED PENS DEVELOPMENT LLC | Delaware | 45-3576275 | DE |
| DIGITAL STORE LLC | Delaware | 27-0933987 | DE |
| EXPEDITION PRODUCTIONS I LLC | Delaware | 81-1528430 | DE |
| FIVE FAMILIES PRODUCTIONS I LLC | Delaware | 46-4590197 | DE |
| FIVE MOONS PRODUCTIONS I LLC | Delaware | 45-3576409 | DE |
| GALYNTINE PRODUCTIONS LLC | Delaware | 46-4392626 | DE |
| GEESE PRODUCTIONS LLC | Delaware | 46-5362761 | DE |
| GROUND WORK PRODUCTIONS LLC | Delaware | 47-4126885 | DE |
| HALT AND CATCH FIRE PRODUCTIONS LLC | Delaware | 80-0945740 | DE |
| HALT AND CATCH FIRE PRODUCTIONS I LLC | Delaware | 90-0912902 | DE |
| HALT AND CATCH FIRE PRODUCTIONS II LLC | Delaware | 47-1255128 | DE |
| HALT AND CATCH FIRE PRODUCTIONS III LLC | Delaware | 47-5289227 | DE |
| HALT AND CATCH FIRE PRODUCTIONS IV LLC | Delaware | 81-4191147 | DE |
| HAP AND LEONARD PRODUCTIONS I LLC | Louisiana | 30-0847032 | LA |
| HAP AND LEONARD PRODUCTIONS II LLC (f/k/a DIPLOMAT PRODUCTIONS LLC) | Delaware | 47-1481179 | DE |
| HAP AND LEONARD PRODUCTIONS III LLC (f/k/a TWD PRODUCTIONS II LLC) | Delaware | 27-4826915 | DE |
| IFC ENTERTAINMENT HOLDINGS LLC | Delaware | 27-0934047 | DE |
| IFC ENTERTAINMENT LLC | Delaware | 11-3616018 | DE |
| IFC FILMS LLC | Delaware | 11-3561503 | DE |
| IFC IN THEATERS LLC | Delaware | 20-4459072 | DE |
| IFC PRODUCTIONS I L.L.C. | Delaware | 11-3369804 | DE |
| IFC TELEVISION HOLDINGS LLC | Delaware | 46-3491268 | DE |

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| | | | |
|------------------------------|----------|------------|----|
| IFC THEATRES CONCESSIONS LLC | Delaware | 20-8774978 | DE |
| IFC THEATRES, LLC | Delaware | 11-3554063 | DE |
| IFC TV LLC | Delaware | 11-3569217 | DE |
| IFC TV STUDIOS HOLDINGS LLC | Delaware | 46-3495486 | DE |
| IFC TV STUDIOS LLC | Delaware | 30-0796677 | DE |
| IPTV LLC | Delaware | 61-1678090 | DE |
| KNIFEMAN PRODUCTIONS LLC | Delaware | 46-4401381 | DE |
| KOPUS PRODUCTIONS LLC | Delaware | 36-4758422 | DE |

| Exact Name of Co-Registrant as Specified in its Charter | State | I.R.S. Employer Identification No. | State or Other Jurisdiction of Incorporation or Organization |
|--|--------------|---|---|
| KOPUS PRODUCTIONS II LLC | Delaware | 32-0440326 | DE |
| LIVING WITH YOURSELF PRODUCTIONS I LLC | Delaware | 36-4867665 | DE |
| LODGE PRODUCTIONS I LLC (f/k/a TWD PRODUCTIONS LLC) | Delaware | 27-1833132 | DE |
| MAKING WAVES STUDIO PRODUCTIONS LLC | Delaware | 45-3576566 | DE |
| PEACH PIT PROPERTIES LLC | Delaware | 90-0875642 | DE |
| PENS DOWN LLC | Delaware | 80-0947451 | DE |
| PHILLY PRODUCTIONS LLC | Delaware | 36-4744101 | DE |
| PREMIER QUILLS LLC | Delaware | 90-1016199 | DE |
| RAINBOW FILM HOLDINGS LLC | Delaware | 11-3587524 | DE |
| RAINBOW MEDIA ENTERPRISES, INC. | Delaware | 20-1092081 | DE |
| RAINBOW MEDIA HOLDINGS LLC | Delaware | 11-3342870 | DE |
| RAINBOW PROGRAMMING HOLDINGS LLC | Delaware | 20-1361503 | DE |
| RECTIFY PRODUCTIONS LLC | Delaware | 45-3989305 | DE |
| RECTIFY PRODUCTIONS II LLC | Delaware | 30-0751966 | DE |
| RECTIFY PRODUCTIONS III LLC | Delaware | 36-4793390 | DE |
| RECTIFY PRODUCTIONS IV LLC | Delaware | 61-1766214 | DE |
| RED MONDAY PROGRAMMING LLC | Delaware | 45-3576699 | DE |
| RMH GE HOLDINGS I, INC. | Delaware | 59-3762711 | DE |
| RNC HOLDING CORPORATION | Delaware | 11-3361228 | DE |
| RNC II HOLDING CORPORATION | Delaware | 11-3527223 | DE |
| ROUGHHOUSE PRODUCTIONS I LLC | Delaware | 47-1241690 | DE |
| SELECTS VOD LLC | Delaware | 27-0933903 | DE |
| SHUDDER LLC (f/k/a SHUDDER HOLDINGS LLC) | Delaware | 32-0481180 | DE |
| SLEUTH SECRETS PRODUCTIONS LLC | Delaware | 45-3576807 | DE |
| STAN PRODUCTIONS I LLC | Delaware | 37-1820335 | DE |
| STAN PRODUCTIONS II LLC | Delaware | 37-1847047 | DE |
| SUNDANCE CHANNEL ORIGINALS LLC | Delaware | 46-3623454 | DE |
| SUNDANCE FILM HOLDINGS LLC | Delaware | 45-4952641 | DE |
| SUNDANCETV LLC | Delaware | 13-3838288 | DE |
| THE SON PRODUCTIONS I LLC | Delaware | 81-1082050 | DE |
| TURN PRODUCTIONS LLC | Delaware | 80-0945824 | DE |
| TURN PRODUCTIONS I LLC | Delaware | 61-1698740 | DE |
| TURN PRODUCTIONS II LLC | Delaware | 47-1264474 | DE |
| TURN PRODUCTIONS III LLC | Delaware | 47-4582750 | DE |
| TURN PRODUCTIONS IV LLC | Delaware | 81-3492377 | DE |
| TWD PRODUCTIONS IV LLC | Delaware | 32-0390371 | DE |
| TWD PRODUCTIONS V LLC | Delaware | 38-3911483 | DE |
| TWD PRODUCTIONS VI LLC | Delaware | 47-1243974 | DE |
| TWD PRODUCTIONS VII LLC | Delaware | 47-4570471 | DE |
| TWD PRODUCTIONS VIII LLC | Delaware | 81-3477928 | DE |
| TWD PRODUCTIONS IX LLC (f/k/a TWD PRODUCTIONS III LLC) | Delaware | 45-4318830 | DE |
| VOOM HD HOLDINGS LLC | Delaware | 57-1177144 | DE |
| WE TV ASIA LLC | Delaware | 27-2037277 | DE |
| WE TV HOLDINGS LLC | Delaware | 46-3491062 | DE |

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| | | | |
|---------------------|----------|------------|----|
| WE TV LLC | Delaware | 11-3496672 | DE |
| WE TV STUDIOS LLC | Delaware | 46-3491188 | DE |
| WEDDING CENTRAL LLC | Delaware | 27-0482721 | DE |
| YEAH IPTV LLC | Delaware | 36-4727461 | DE |

Address, including Zip Code, and Telephone Number, including Area Code, of each Co-Registrant's Principal Executive Offices: 11 Penn Plaza, New York, NY 10001, (212) 324-8500.

EXPLANATORY NOTE

This Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 (Registration No. 333-210340) of AMC Networks Inc. (the Company) and its subsidiary guarantor co-registrants (the Registration Statement) is being filed for the purposes of adding Badlands Productions II LLC, Brockmire Productions I LLC, Halt and Catch Fire Productions IV LLC, Living With Yourself Productions I LLC, Shudder LLC (f/k/a Shudder Holdings LLC), Stan Productions I LLC, Stan Productions II LLC, Turn Productions IV LLC and TWD Productions VIII LLC, and updating the names of subsidiary guarantor co-registrants AMC Networks International Asia-Pacific LLC (f/k/a Sundance Channel Asia LLC), Hap and Leonard Productions II LLC (f/k/a Diplomat Productions LLC), Lodge Productions I LLC (f/k/a TWD Productions LLC), Hap and Leonard Productions III LLC (f/k/a TWD Productions II LLC) and TWD Productions IX LLC (f/k/a TWD Productions III LLC), all subsidiaries of the Company, as co-registrants that are, or may potentially be, guarantors of some or all of the debt securities with respect to which offers and sales are registered under the Registration Statement. No changes or additions are being made hereby to the base prospectus that already forms a part of the Registration Statement. Accordingly, such base prospectus is being omitted from this filing.

PART II
INFORMATION NOT REQUIRED IN PROSPECTUS**ITEM 14. *Other Expenses of Issuance and Distribution***

The following is a statement of the expenses (all of which, except for the SEC registration fee, are estimated) to be incurred by the Company in connection with the issuance and distribution of an assumed amount of \$1,000,000,000 of debt securities registered under this registration statement.

| | | |
|------------------------------|----|--------------|
| SEC registration fee | \$ | 0* |
| Legal fees and expenses | \$ | 400,000 |
| Accounting fees and expenses | \$ | 250,000 |
| Printing fees | \$ | 100,000 |
| Rating agency fees | \$ | 1,260,000 |
| Trustee s fees and expenses | \$ | 25,000 |
| Miscellaneous | \$ | 65,000 |
| Total | | \$ 2,100,000 |

* Deferred in accordance with Rule 456(b) and Rule 457(r).

ITEM 15. *Indemnification of Directors and Officers**Delaware Registrants*

Section 145 of the Delaware General Corporation Law provides that a corporation may indemnify any current or former director, officer or employee or other individual against expenses, judgments, fines and amounts paid in settlement in connection with civil, criminal, administrative or investigative actions or proceedings, other than a derivative action by or in the right of the corporation, if the director, officer, employee or other individual acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe his or her conduct was unlawful. A similar standard is applicable in the case of derivative actions, except that indemnification only extends to expenses incurred in connection with the defense or settlement of such actions, and the statute requires court approval before there can be any indemnification where the person seeking indemnification has been found liable to the corporation. The statute provides that it is not exclusive of other indemnification that may be granted by a corporation s by-laws, disinterested director vote, stockholder vote, agreement or otherwise.

The certificate of incorporation of AMC Networks Inc. and each Co-Registrant that is a Delaware corporation provides that each person who was or is made or is threatened to be made a party to any action or proceeding by reason of the fact that such person, or a person of whom such person is the legal representative, is or was a director or officer of the Company or is or was serving at our request as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, will be indemnified and held harmless by us to the fullest extent authorized by the Delaware General Corporation Law, as the same exists or may hereafter be amended. Such rights are not exclusive of any other right

which any such person may have or thereafter acquire under any statute, provision of the certificate of incorporation, by-law, agreement, vote of stockholders or disinterested directors or otherwise. Our certificate of incorporation also specifically authorizes us to maintain insurance and to grant similar indemnification rights to our employees or agents.

Section 18-108 of the Delaware Limited Liability Company Act (DE LLC Act) provides that, subject to such standards and restrictions, if any, as are set forth in its limited liability company agreement, a limited liability company may, and shall have the power to, indemnify and hold harmless any member or manager or

other person from and against any and all claims and demands whatsoever. However, to the extent that the limited liability company agreement seeks to restrict or limit the liabilities of such person, Section 18-1101 of the DE LLC Act prohibits it from eliminating liability for any act or omission that constitutes a bad faith violation of the implied contractual covenant of good faith and fair dealing.

Pursuant to the applicable provisions of the DE LLC Act and the Co-Registrants' limited liability company agreements, the debts, obligations and liabilities of each Co-Registrant that is a Delaware limited liability company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the company, and neither the members, nor any employee or agent of the company is obligated personally for any such debt, obligation or liability of the company, or for any debt, obligation or liability of any other member, employee or agent of the company, solely by reason of being a member or acting as a manager, employee or agent of the company.

New York Co-Registrants

Section 420 of the New York Limited Liability Company Law provides that, subject to such standards and restrictions, if any, as are set forth in its operating agreement, a limited liability company may, and shall have the power to, indemnify and hold harmless, and advance expenses to, any member or manager or other person from and against any and all claims and demands whatsoever. However, no indemnification may be made to or on behalf of any member, manager or other person if a judgment or other final adjudication adverse to such member, manager or other person establishes that (i) such person's acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or (ii) such person personally gained in fact a financial profit or other advantage to which such person was not legally entitled.

Consistent with these provisions of the New York Limited Liability Company Act, the limited liability company agreement of AMC Network Entertainment LLC, our Co-Registrant New York limited liability company, provides that the debts, obligations and liabilities of the company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the company, and neither the members, nor any employee or agent of the company is obligated personally for any such debt, obligation or liability of the company, or for any debt, obligation or liability of any other member, employee or agent of the company, solely by reason of being a member or acting as a manager, employee or agent of the company provided that such indemnification shall not apply to any such person if such claim resulted from the fraud and or willful misconduct of such person.

Section 40 of the New York Partnership Law provides that, subject to any agreement between the partners, a partnership must indemnify every partner in respect of payments made and personal liabilities reasonably incurred by him in the ordinary and proper conduct of the partnership's business, or for the preservation of the partnership's business or property. Consistent with these provisions of the New York Partnership Law, the partnership agreement of AMC Networks Broadcasting & Technology, our Co-Registrant New York general partnership, provides that the partnership will indemnify and hold harmless the partners and officers of the partnership, as well as the agents of the partners or officers, from any losses and liabilities resulting from acts or omissions taken by them on behalf of the partnership or in furtherance of the partnership's interests, other than those constituting fraud or willful misconduct.

Louisiana Co-Registrants

Section 12:1315(2) of the Louisiana Limited Liability Company Act provides for indemnification of a member or members, or a manager or managers, for judgments, settlements, penalties, fines, or expenses incurred because he is or was a member or manager.

Consistent with these provisions of the Louisiana Limited Liability Company Act, the operating agreement of each of Badlands Productions I LLC and Hap and Leonard Productions I LLC, our Co-Registrant Louisiana

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limited liability companies, provides that the debts, obligations and liabilities of the company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the company, and no member of the company is obligated personally for any such debt, obligation or liability of the company, or for any debt, obligation or liability of any other member, employee or agent of the company, solely by reason of being a member or acting as a manager, employee or agent of the company.

Directors and Officers Liability Insurance

AMC Networks Inc. has obtained directors and officers liability insurance with customary terms and subject to customary exclusions, for the benefit of its directors and officers, and directors and officers of its subsidiaries.

ITEM 16. Exhibits

| Exhibit No. | Description | Incorporated by Reference to Filings Indicated |
|--------------------|---|---|
| 1.1 | Form of Underwriting Agreement for debt securities | * |
| 4.1 | Form of Indenture between the registrant and U.S. Bank National Association, as trustee | ** |
| 4.2 | First Supplemental Indenture, dated as of March 30, 2016 to the Indenture, dated as of March 30, 2016, among AMC Networks, as issuer, the Guarantors and U.S. Bank National Association, as Trustee, as incorporated by reference from the Company's Current Report on Form 8-K, dated March 30, 2016 | ** |
| 5.1 | Opinion of Sullivan & Cromwell LLP, dated March 16, 2016 | ** |
| 5.2 | Opinion of Jones Walker LLP | ** |
| 5.3 | Opinion of Sullivan & Cromwell LLP, dated July 19, 2017 | *** |
| 12.1 | Computation of Ratio of Earnings to Fixed Charges | ** |
| 23.1 | Consent of KPMG LLP | *** |
| 23.2 | Consent of Sullivan & Cromwell LLP, dated March 16, 2016 | ** |
| 23.3 | Consent of Jones Walker LLP | ** |
| 23.4 | Consent of Sullivan & Cromwell LLP, dated July 19, 2017 | (included on the signatures pages hereto) |
| 24.1 | Power of Attorney (included in signature page to the Registration Statement on Form S-3, Registration No. 333-210340, filed March 16, 2016) | ** |
| 24.2 | Power of Attorney for additional Co-Registrants | (included on the signature pages hereto) |
| 25.1 | Statement of Eligibility on Form T-1 of U.S. Bank National Association, to act as trustee under the Indenture | ** |

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- * To be filed as an exhibit to a Current Report on Form 8-K in connection with a specific offering and incorporated herein by reference.
- ** Previously filed
- *** Filed herewith.

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ITEM 17. Undertakings

The undersigned Registrants hereby undertake:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(i) to include any prospectus required by Section 10(a)(3) of the Securities Act of 1933, as amended (the Securities Act);

(ii) to reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than 20 percent change in the maximum aggregate offering price set forth in the Calculation of Registration Fee table in the effective registration statement; and

(iii) To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

provided, however, that paragraphs (1)(i), (1)(ii) and (1)(iii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in reports filed with or furnished to the Commission by the Registrant pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934, as amended (the Exchange Act), that are incorporated by reference in the registration statement, or is contained in a form of prospectus filed pursuant to Rule 424(b) that is part of the registration statement.

(2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(4) That, for the purpose of determining liability under the Securities Act, to any purchaser:

(i) Each prospectus filed by a Registrant pursuant to Rule 424(b)(3) shall be deemed to be part of the registration statement as of the date the filed prospectus was deemed part of and included in the registration statement; and

(ii) Each prospectus required to be filed pursuant to Rule 424(b)(2), (b)(5) or (b)(7) as part of a registration statement in reliance on Rule 430B relating to an offering made pursuant to Rule 415(a)(1)(i), (vii) or (x) for the purpose of providing the information required by Section 10(a) of the Securities Act, shall be deemed to be part of and included in the registration statement as of the earlier of the date such form of prospectus is first used after effectiveness or the date of the first contract of sale of securities in the offering described in the prospectus. As provided in Rule 430B, for liability purposes of the issuer and any person that is at that date an underwriter, such date shall be deemed to be a new effective date of the registration statement relating to the securities in the registration statement to which the prospectus relates, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof. *Provided, however*, that no statement made in a registration statement or prospectus that is part of the registration statement or made in a document incorporated or deemed incorporated by reference into the registration statement or prospectus that is part of the registration statement will, as to a purchaser with a time of contract of sale

prior to such effective date, supersede or modify any statement that was made in the registration statement or prospectus that was part of the registration statement or made in any such document immediately prior to such effective date.

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(5) That, for the purpose of determining liability of a Registrant under the Securities Act, to any purchaser in the initial distribution of the securities, each undersigned Registrant undertakes that in a primary offering of securities of an undersigned Registrant pursuant to this registration statement, regardless of the underwriting method used to sell the securities to the purchaser, if the securities are offered or sold to such purchaser by means of any of the following communications, each undersigned Registrant will be a seller to the purchaser and will be considered to offer or sell such securities to such purchaser:

(i) Any preliminary prospectus or prospectus of an undersigned Registrant relating to the offering required to be filed pursuant to Rule 424;

(ii) Any free writing prospectus relating to the offering prepared by or on behalf of an undersigned Registrant or used or referred to by an undersigned Registrant;

(iii) The portion of any other free writing prospectus relating to the offering containing material information about an undersigned Registrant or its securities provided by or on behalf of an undersigned Registrant; and

(iv) Any other communication that is an offer in the offering made by an undersigned Registrant to the purchaser.

(6) That, for purposes of determining any liability under the Securities Act, each filing of a Registrant's annual report pursuant to Section 13(a) or 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of each Registrant pursuant to the foregoing provisions, or otherwise, each Registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Securities Act of 1933, as amended, and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by a Registrant of expenses incurred or paid by a director, officer or controlling person of a Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, that each Registrant will, unless in the opinion of its counsel has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act, and will be governed by the final adjudication of such issue.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC Networks Inc.

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer) |
| Sean S. Sullivan | |
| * | Chairman of the Board of Directors |
| Charles F. Dolan | |
| * | Director |
| William J. Bell | |
| * | Director |
| James L. Dolan | |
| * | Director |
| Kristin A. Dolan | |
| * | Director |

Patrick F. Dolan

*

Director

Thomas C. Dolan

*

Director

Jonathan F. Miller

*

Director

Brian G. Sweeney

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| Name | Title |
|--|----------|
| /s/ Vincent Tese Vincent Tese | Director |
| * Leonard Tow | Director |
| * David E. Van Zandt | Director |
| * Carl E. Vogel | Director |
| * Marianne Dolan Weber | Director |
| * Robert C. Wright | Director |
| * By: /s/ Sean S. Sullivan Sean S. Sullivan <i>Attorney-in-fact</i> | |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

2nd Party LLC

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC Film Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Sean S. Sullivan | Sole Member |

AMC Network Entertainment LLC

As Sole Member

By: Sean S. Sullivan

Title: Manager and Chief Financial Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC Network Entertainment LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Manager and Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Manager |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC Networks Broadcasting & Technology

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Sean S. Sullivan

General Partner

RNC Holding Corporation

As General Partner

By: Sean S. Sullivan

Title: Director, Executive Vice President and

Chief Financial Officer

/s/ Sean S. Sullivan

General Partner

RNC II Holding Corporation

As General Partner

By: Sean S. Sullivan

Title: Director, Executive Vice President and

Chief Financial Officer

*

Chief Executive Officer (Principal
Executive Officer)

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief
Financial Officer (Principal Financial
Officer and Principal Accounting
Officer)

* By:

/s/ Sean S. Sullivan

Sean S. Sullivan

Attorney-in-fact

II-11

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC Networks International LLC

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

AMC Networks Inc.

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|---|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
|---|--|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief
Financial Officer (Principal Financial
Officer and Principal Accounting
Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**AMC/Sundance Channel Global Networks
LLC**

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and
 Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

RMH GE Holdings I, Inc.

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMC TV Studios LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Sean S. Sullivan

Sole Member

American Movie Classics IV Holding

Corporation

As Sole Member

By: Sean S. Sullivan

Title: Director and Chief Financial Officer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

AMCN Properties LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Manager, Executive Vice President
 and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Manager, Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Manager |
| James Gallagher | |
| * | Manager |
| Dom Atteritano | |
| * | Manager |
| Thomas King | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

American Movie Classics IV Holding Corporation

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|--|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Director and Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Director |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Badlands Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer and Principal
Accounting Officer)

Kevin Drozdowski

II-17

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Benders Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Cobalt Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Comic Scribe LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in New York, NY, on the 19th day of July, 2017.

Crossed Pens Development LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-21

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Digital Store LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and**

Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|--|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and | |
| Chief Financial Officer | |
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**Hap and Leonard Productions II LLC (f/k/a
Diplomat Productions LLC)**

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-23

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Expedition Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Five Families Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Making Waves Studio Productions LLC

As Sole Member

By: Mary Martin

Title: Senior Vice President

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Five Moons Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Making Waves Studio Productions LLC

As Sole Member

By: Mary Martin

Title: Senior Vice President

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Galyntine Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Geese Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Ground Work Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Halt and Catch Fire Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Halt and Catch Fire Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Halt and Catch Fire Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Halt and Catch Fire Productions III LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Hap and Leonard Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

Sundance Channel Originals LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Entertainment Holdings LLC

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Entertainment LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|--|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Films LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Sean S. Sullivan | Sole Member |

IFC Entertainment Holdings LLC

As Sole Member

By: Sean S. Sullivan

Title: Executive Vice President and

Chief Financial Officer

| | |
|-------------------------|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC In Theaters LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and
 Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|--|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and | |
| Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

II-38

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Productions I L.L.C.

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|---|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and | |
| Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Television Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

IFC TV LLC

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|---|
| * | Chief Executive Officer (Principal Executive Officer) |
|---|---|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Theatres Concessions LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|---|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and | |
| Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC Theatres, LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|---|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and | |
| Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC TV LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC TV Studios LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Sean S. Sullivan

Sole Member

IFC TV Studios Holdings LLC

As Sole Member

By: Sean S. Sullivan

Title: Chief Financial Officer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IFC TV Studios Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|--------|
| * | Member |

IFC TV LLC

As Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|--------|
| * | Member |
|---|--------|

IFC Productions I L.L.C.

As Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|---|
| * | Chief Executive Officer (Principal Executive Officer) |
|---|---|

Joshua W. Sapan

/s/ Sean S. Sullivan

Executive Vice President and Chief Financial Officer (Principal Financial

Sean S. Sullivan

Officer and Principal Accounting
Officer)

* By:

/s/ Sean S. Sullivan

Sean S. Sullivan

Attorney-in-fact

II-45

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

IPTV LLC

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Knifeman Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Kopus Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Kopus Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

Sundance Channel Originals LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Making Waves Studio Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Sean S. Sullivan

Sole Member

**American Movie Classics IV Holding
Corporation**

As Sole Member

By: Sean S. Sullivan

Title: Director and Chief Financial Officer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Peach Pit Properties LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Pens Down LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

WE TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Philly Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Premier Quills LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

Sundance Channel Originals LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rainbow Film Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rainbow Media Enterprises, Inc.

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Director, Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Director |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rainbow Media Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

AMC Networks Inc.

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|---|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
|---|--|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief
 Financial Officer (Principal Financial
 Officer and Principal Accounting
 Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rainbow Programming Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Media Enterprises, Inc.

As Sole Member

By: Joshua W. Sapan

Title: Director, President and Chief Executive Officer

| | |
|-------------------------|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rectify Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rectify Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-60

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rectify Productions III LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-61

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Rectify Productions IV LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

Sundance Channel Originals LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Red Monday Programming LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Making Waves Studio Productions LLC

As Sole Member

By: Mary Martin

Title: Senior Vice President

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

RMH GE Holdings I, Inc.

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Director, Executive Vice President, and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Director |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

RNC Holding Corporation

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|---|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Director, Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Director |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

RNC II Holding Corporation

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-------------------------|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Director, Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |
| * | Director |
| James Gallagher | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Roughhouse Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Making Waves Studio Productions LLC

As Sole Member

By: Mary Martin

Title: Senior Vice President

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Selects VOD LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|--|---|
| /s/ Sean S. Sullivan | Sole Member |
| IFC Entertainment Holdings LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |
| Title: Executive Vice President and Chief Financial Officer | |
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Sleuth Secrets Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Making Waves Studio Productions LLC

As Sole Member

By: Mary Martin

Title: Senior Vice President

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**AMC Networks International Asia-Pacific
LLC (f/k/a Sundance Channel Asia LLC)**

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

**AMC/Sundance Channel Global Networks
LLC**

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|-------------------------|--|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Sundance Channel Originals LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|--|
| /s/ Kevin Drozdowski | Vice President and Assistant Treasurer (Principal Executive Officer, Principal Financial Officer, and Principal Accounting Officer) |
| Kevin Drozdowski | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Sundance Film Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------|
|------|-------|

| | |
|---|-------------|
| * | Sole Member |
|---|-------------|

SundanceTV LLC

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|--|
| * | President and Chief Executive Officer (Principal Executive Officer) |
|---|--|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief
 Financial Officer (Principal Financial
 Officer and Principal Accounting
 Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

SundanceTV LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan
Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

The Son Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Turn Productions LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-75

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Turn Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Turn Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-77

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Turn Productions III LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**Lodge Productions I LLC (f/k/a TWD
Productions LLC)**

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**Hap and Leonard Productions III LLC
(f/k/a TWD Productions II LLC)**

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-80

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**TWD Productions IX LLC (f/k/a TWD
Productions III LLC)**

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

II-81

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

TWD Productions IV LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

TWD Productions V LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

TWD Productions VI LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

TWD Productions VII LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Kevin Drozdowski

Sole Member

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

Kevin Drozdowski

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

VOOM HD Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

WE TV Asia LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

**AMC/Sundance Channel Global Networks
 LLC**

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

WE TV Holdings LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

WE tv LLC

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|---|
| * | Chief Executive Officer (Principal Executive Officer) |
|---|---|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

WE TV Studios LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

Name

Title

/s/ Sean S. Sullivan

Sole Member

American Movie Classics IV Holding

Corporation

As Sole Member

By: Sean S. Sullivan

Title: Director and Chief Financial Officer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

WE tv LLC

By: /s/ Sean S. Sullivan
Name: **Sean S. Sullivan**
Title: **Executive Vice President and
Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|--------|
| * | Member |

Rainbow Programming Holdings LLC

As Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

/s/ Sean S. Sullivan Member

American Movie Classics IV Holding

Corporation

As Member

By: Sean S. Sullivan

Title: Director and Chief Financial Officer

| | |
|------------------------|--|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |

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/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief
Financial Officer (Principal Financial
Officer and Principal Accounting
Officer)

* By:

/s/ Sean S. Sullivan

Sean S. Sullivan

Attorney-in-fact

II-90

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Wedding Central LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

Rainbow Programming Holdings LLC

As Sole Member

By: Joshua W. Sapan

Title: President and Chief Executive Officer

| | |
|-------------------------|---|
| * | Chief Executive Officer (Principal Executive Officer) |
| Joshua W. Sapan | |
| /s/ Sean S. Sullivan | Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| Sean S. Sullivan | |

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

YEAH IPTV LLC

By: /s/ Sean S. Sullivan
 Name: **Sean S. Sullivan**
 Title: **Executive Vice President and Chief Financial Officer**

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|------|-------------|
| * | Sole Member |

IPTV LLC

As Sole Member

By: Joshua W. Sapan

Title: Chief Executive Officer

| | |
|---|---|
| * | Chief Executive Officer (Principal Executive Officer) |
|---|---|

Joshua W. Sapan

/s/ Sean S. Sullivan

Sean S. Sullivan

Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)

* By: /s/ Sean S. Sullivan
Sean S. Sullivan

Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Brockmire Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-93

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Badlands Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-94

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Halt and Catch Fire Productions IV LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-95

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Living With Yourself Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-96

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

**Shudder LLC (f/k/a Shudder Holdings
LLC)**

By: /s/ John Hsu
Name: **John Hsu**
Title: **Executive Vice President, Corporate
Development and Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|-----------------------------|-------------|
| /s/ Sean S. Sullivan | Sole Member |
| Digital Store LLC | |
| As Sole Member | |
| By: Sean S. Sullivan | |

**Title: Executive Vice President and Chief
Financial Officer**

/s/ John Hsu

Executive Vice President, Corporate
Development and Treasurer

John Hsu

/s/ Joshua W. Sapan

President and Chief Executive Officer
(Principal Executive Officer)

Joshua W. Sapan

/s/ Sean S. Sullivan

Executive Vice President and Chief
Financial Officer (Principal Financial
Officer and Principal Accounting
Officer)

Sean S. Sullivan

II-97

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Stan Productions I LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-98

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Stan Productions II LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

IFC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

II-99

Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

Turn Productions IV LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual s true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

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Pursuant to the requirements of the Securities Act of 1933, as amended, Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on July 19, 2017.

TWD Productions VIII LLC

By: /s/ Kevin Drozdowski
Name: **Kevin Drozdowski**
Title: **Vice President and Assistant
Treasurer**

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned directors and officers of the Registrants, which are filing this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint each of Joshua W. Sapan and Sean S. Sullivan (with full power to act alone), the individual's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such registration statement and any or all amendments, including post-effective amendments to the registration statement, including a prospectus or an amended prospectus therein and any registration statement relating to the offering covered by this Registration Statement and filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and to file the same, with exhibits thereto and other documents in connection therewith, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall not revoke or in any way modify any power of attorney previously executed by the undersigned.

Pursuant to the requirements of the Securities Act of 1933 this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities indicated on the 19th day of July, 2017.

| Name | Title |
|----------------------|-------------|
| /s/ Kevin Drozdowski | Sole Member |

AMC TV Studios LLC

As Sole Member

By: Kevin Drozdowski

Title: Vice President and Assistant Treasurer

/s/ Kevin Drozdowski

Kevin Drozdowski

Vice President and Assistant Treasurer
(Principal Executive Officer, Principal
Financial Officer, and Principal
Accounting Officer)

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