

91584



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

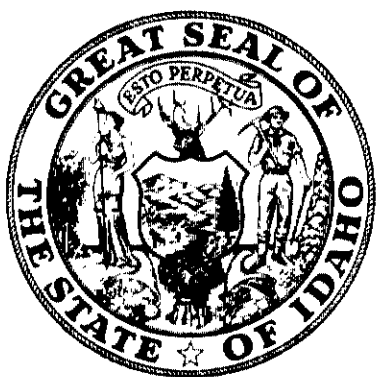
PALISADES CABLE TV, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PALISADES CABLE TV, INC.,  
duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received  
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of  
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated February 26, 19 90.



*Pete T. Cenarrusa*

SECRETARY OF STATE

[Signature]  
Corporation Clerk

RECEIVED  
SEC. OF STATE

ARTICLES OF INCORPORATION

of

'90 FEB 26 AM 10 28

PALISADES CABLE TV, INC.

The undersigned, acting as incorporators under the Idaho Nonprofit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is PALISADES CABLE TV, INC.

ARTICLE TWO

NONPROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE THREE

DURATION

The duration of the corporation shall be perpetual.

ARTICLE FOUR

PURPOSES AND POWERS

The purposes of the corporation and its powers are the following:

1. To acquire, contract, own and operate a cable television system to serve the needs of residents of the Palisades area of Bonneville County, Idaho; and,
2. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act.

## ARTICLE FIVE

### MEMBERSHIP

The corporation is organized without capital stock, and the rights and interests of all its members shall be equal. The qualifications for membership shall be as provided in the Bylaws.

## ARTICLE SIX

### LOCATION

The location and address of the initial registered office of the corporation is 1665 Westwood, Idaho Falls, Idaho 83401, and the name of its initial registered agent at such address is Don Rolfe.

## ARTICLE SEVEN

### INCORPORATORS

The name and address of each incorporator is:

Don Rolfe	1665 Westwood Idaho Falls, ID 83401
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Max D. Waters	375 N 100 East Blackfoot, ID 83221
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Harry J. Taylor	870 E. 1400 N. Shelley, ID 83274
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## ARTICLE EIGHT

### BOARD OF DIRECTORS

The board of directors of the corporation shall consist of no fewer than five (5) and no more than nine (9) members. A change in the number of directors shall be made only by amendment of these Articles. The number of directors constituting the initial board of directors shall be five (5), and the names and addresses of the persons who are to serve as directors until the first annual election of directors or until their successors are elected and shall qualify are:

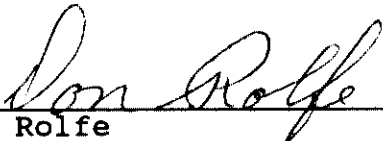
Don Rolfe	1665 Westwood Idaho Falls, ID 83401
Max D. Waters	375 N 100 East Blackfoot, ID 83221
Harry J. Taylor	870 E. 1400 N. Shelley, ID 83274
Nellie Brown	P. O. Box 458 Ririe, ID 83443
Frank Clayson	486 W. 200 N. Blackfoot, ID 83221

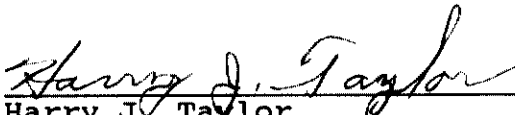
ARTICLE NINE

ELECTION OF BOARD OF DIRECTORS

The directors shall be elected at the annual meeting of the members of the corporation for terms of one (1) year and they shall hold office until their successors are duly elected and qualified.

IN WITNESS WHEREOF, we have hereunto set our hand and seals this 23rd day of February, 1990.

  
Don Rolfe

  
Harry J. Taylor

  
Max D. Waters

STATE OF IDAHO )  
 ) ss.  
County of Bonneville )

On this 23rd day of February, 1990, before me,  
Lila Cochran, a Notary Public in and for said State, personally  
appeared Don Rolfe, known or identified to me to be the person  
whose name is subscribed to the within instrument, and  
acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal the day and year in this certificate  
first above written.



Notary Public for Idaho  
Residing at: Idaho Falls  
My Commission Expires: 6/17/93

(SEAL)

STATE OF IDAHO )  
 ) ss.  
County of Bonneville )

On this 23rd day of February, before me,  
Lila Cochran, a Notary Public in and for said State, personally  
appeared Harry J. Taylor, known or identified to me to be the  
person whose name is subscribed to the within instrument, and  
acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal the day and year in this certificate  
first above written.



Notary Public for Idaho  
Residing at: Idaho Falls  
My Commission Expires: 6/17/93

(SEAL)

STATE OF IDAHO )  
 ) ss.  
County of Bonneville )

On this 23rd day of February, before me,  
Lila Cochran, a Notary Public in and for said State, personally  
appeared Max D. Waters, known or identified to me to be the  
person whose name is subscribed to the within instrument, and  
acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Lila Cochran

Notary Public for Idaho  
Residing at: Idaho Falls  
My Commission Expires: 6-17-93

(SEAL)