



**APPLICATION FOR
REGISTRATION OF FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

FILED EFFECTIVE
2004 MAR 19 AM 8:44
STATE OF IDAHO

1. The name of the limited liability company is:

Cequel III Communications I, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is organized is: Delaware and the date of its formation was: February 28, 2003

4. The name and address of the registered agent in Idaho is:

300 N 6TH, BOISE 83701 C T Corporation System

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

c/o C T Corporation System, 209 ORANGE ST WILMINGTON DE 19801

6. The address of the limited liability company's principal office, if other than the address in #5 above, is:

12444 Powerscourt Drive, St. Louis, Missouri 63131

7. The address to which correspondence should be addressed is:

12444 Powerscourt Drive, St. Louis, Missouri 63131

8. Signature of a manager, if any, or a member if there are no managers.

Signature

Mark Rabbitt

Secretary of State use only

Typed Name

Exec. VP of Kingwood Holdings

gcorporationsLLC forms@apostate.idaho.govpm6
Revised 09/2002

Manager Member

IDAMO SECRETARY OF STATE
03/19/2004 05:00
CK: 131796 CT: 143223 BH: 734217
1 @ 100.00 = 100.00 REGFORLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Apex Form

W 29334

Delaware

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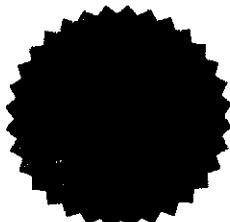
The First State

STATE OF IDAHO

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEQUEL III COMMUNICATIONS I, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MARCH, A.D. 2004.

3630805 8300

040188242



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2986964

DATE: 03-12-04