

AUG 10 2 20 PM '92
SECRETARY OF STATE

CORRECTION OF APPLICATION FOR REGISTRATION

**To the Secretary of State
State of Idaho**

The undersigned, a general partner of the foreign limited partnership hereinafter named, hereby certifies that:

1. The name of the foreign limited partnership as it presently appears on the records of the Secretary of State of the State of Idaho is Time Warner Entertainment Company, L.P.

2. The foreign limited partnership's original application for registration was filed on June 12, 1992.

3. The statement in the Application for Registration, as now in force and effect, relating to the General Partner is hereby amended to read as follows: The General Partners of Time Warner Entertainment Company, L.P. are:

American Television and Communications Corporation
Capital Cablevision Systems, Inc.
People's Cable Corporation
Memphis CATV, Inc.
Warner Cable Communications Inc.
Warner Cable Communications Company
SIFTA Milwaukee Cable Corp.
TA Milwaukee Cable Co., Inc.
Warner Cable of New York, Inc.
Warner Bros. Inc.
Home Box Office, Inc.
Warner Communications Inc.
Time Warner Cable Inc.
Warner Entertainment Inc.

The mailing address of each general partner of the Partnership is:

c/o Time Warner Inc.
75 Rockefeller Plaza
New York, New York 10019

Signed on *July 12* 1992.

WARNER COMMUNICATIONS INC.,
a Managing General Partner of
Time Warner Entertainment
Company, L.P.

By: *Spencer B. Hays*

Spencer B. Hays
Sr. Vice President
& General Counsel

State of New York)
)
County of New York)

I, Marie White, a notary public, do hereby certify that on
this day of *July 12* 1992, personally appeared before me Spencer
B. Hays, who being by me first duly sworn, declared that he is a *Sr. V.P. of the*
general partner of the limited partnership and that the state-
ments contained therein are true.

Marie N. White
Notary Public

Commission expires: *7/31/93*

MARIE N. WHITE
Notary Public, State of New York
No. 30-4618753
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires July 31, 1993

American Television and Communications Corporation,
a General Partner of Time Warner Entertainment Company, L.P.

Capital Cablevision Systems, Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

People's Cable Corporation,
a General Partner of Time Warner Entertainment Company, L.P.

Memphis CATV, Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

SIFTA Milwaukee Cable Corp.,
a General Partner of Time Warner Entertainment Company, L.P.

TA Milwaukee Cable Co., Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

Warner Cable of New York, Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

Home Box Office, Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

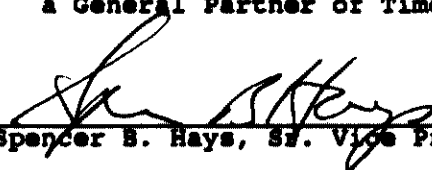
Time Warner Cable Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

By: 
Spencer B. Hays, Vice President

Warner Cable Communications Inc.,
a General Partner of Time Warner Entertainment Company, L.P.


Warner Cable Communications Company,
a General Partner of Time Warner Entertainment Company, L.P.

Warner Bros. Inc.,
a General Partner of Time Warner Entertainment Company, L.P.

By: 
Spencer B. Hays, Sr. Vice President

State of New York)
) ss
County of New York)

Subscribed and sworn to before me this 22 day of July, 1992.


Notary Public

My Commission Expires: 7/31/93

MARIE N. WHITE
Notary Public, State of New York
No. 30-4816753
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires July 31, 1993