



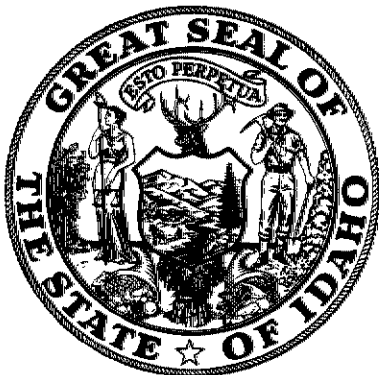
**CERTIFICATE OF INCORPORATION  
OF**

**TELSAT SYSTEMS, 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 the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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: April 16, 1965



SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

TELSAT SYSTEMS, INC.

The undersigned, who are natural persons of full age and citizens and residents of the State of Idaho and the United States of America, for the purpose of forming a corporation under the laws of the State of Idaho, hereby certify and declare:

ARTICLE I.

The name of this corporation shall be TELSAT SYSTEMS, Inc.

ARTICLE II.

The period of duration shall be perpetual.

ARTICLE III.

The corporation is formed for the purpose of providing community antenna television services, unregulated sales of telecommunication equipment and services and for any and all lawful business for which corporations may be incorporated.

ARTICLE IV.

The corporation shall be authorized to issue no more than 2500 shares of common stock having no par value. All with equal rights, preferences, and voting rights.

ARTICLE V.

The initial registered office shall be P. O. Box 98, Albion, Idaho 83311.

ARTICLE VI.

The initial registered agent at such address shall be O'Deen Redman.

ARTICLE VII.

There shall be four (4) directors constituting the initial board of directors who shall serve until the first annual meeting of shareholders whose names and addresses are as follows:

O'Deen Redman	P. O. Box 22	Albion, ID 83311
Darla Redman	P. O. Box 22	Albion, ID 83311
Barry Redman	Rt. 1 P. O. Box 100	Declo, ID 83323
Richard Redman	P. O. Box 14	Albion, ID 83311

ARTICLE VIII.

The initial incorporator shall be O'Deen Redman, P. O. Box 22, Albion, Idaho 83311.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation in duplicate originals this 15 day of April, 1985.



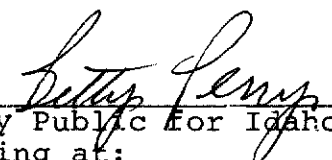
O'Deen Redman

STATE OF IDAHO           )  
                                  ) ss.  
County of Cassia        )

On this 15 day of April, 1985, before me, the undersigned, a Notary Public in and for said State, personally appeared O'DEEN REDMAN, known 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 first above written.

(SEAL)



Notary Public for Idaho  
Residing at:  
My commission expires: