

State of Idaho

Department of State

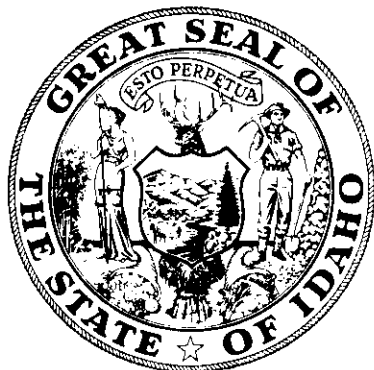
CERTIFICATE OF AUTHORITY OF

TCI OF IDAHO, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TCI OF IDAHO, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to TCI OF IDAHO, INC. to transact business in this State under the name TCI OF IDAHO, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 6, 1984**



Pete T. Cenarrusa

SECRETARY OF STATE

Lucy J. Clark

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement: 31 6 30 AM '84
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1. The name of the corporation is TCI of Idaho, Inc.

2. The name which it shall use in Idaho is TCI of Idaho, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of the state of Nevada

4. The date of its incorporation is August 10, 1984 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is One East First Street, Reno, Washoe County, Nevada 89501

6. The address to which correspondence should be addressed, if different from that in item 5. 5455 S. Valentia Way, Englewood, CO 80111

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
The transaction of all lawful business for which corporations may be incorporated under the Corporation Laws of the State of Idaho.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Bob Magness</u>	<u>Chairman of Director/Board</u>	<u>4725 S. Holly, Englewood, CO 80111</u>
<u>John C. Malone</u>	<u>Director/President</u>	<u>16801 E. Caley Ave. Auroro, CO 80016</u>
<u>Donne F. Fisher</u>	<u>Snr. V.P. Director/Treasurer</u>	<u>6772 E. Brown Pl., Denver, CO 80214</u>
<u>J. C. Sparkman</u>	<u>Executive V.P.</u>	<u>2530 S. Dudley, Lakewood, CO 80227</u>
<u>Gary Bracken</u>	<u>V.P./Asst Treas.</u>	<u>7382 S. Glencoe Way, Littleton, CO 80122</u>
<u>John M. Draper</u>	<u>V.P./Secretary</u>	<u>2525 S. Dayton Way Unit 2303, Denver CO 80231</u>

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by class, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
1,000	Common	\$1.00

11. The aggregate number of its issued shares, itemized by class, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
1,000	Common	\$1.00

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 10, 1984

TCI of Idaho, Inc.

(Corporation Name)

By [Signature]
Its ~~President~~ Vice President (please specify)

and [Signature]
Its Secretary/ ~~[Name]~~ (please specify)

STATE OF Colorado)

COUNTY OF Arapahoe) ss:

I, BARBARA C. GUE, a notary public, do hereby certify that on this 20th day of AUGUST, 19 84, personally appeared before me J.C. Sparkman, who being by me first duly sworn, declared that he is the Vice President of TCI of Idaho, Inc.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Barbara C. Gue

Notary Public

My Commission Expires April 23, 1988
441 Senter Dr.
Castle Rock, Colorado 80104

STATE OF NEVADA
DEPARTMENT OF STATE

CERTIFICATE OF CORPORATE STATUS

SEP 6 6 33 AM '84
SECRETARY OF STATE

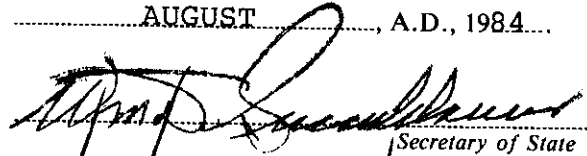
I, WM. D. SWACKHAMER, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation or suspension of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

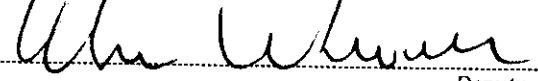
I further certify that, at the date of this certificate,

TCI OF IDAHO, INC.

is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State as a subsisting corporation.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of the State at my office in
Carson City, Nevada, this 27th day of
AUGUST, A.D., 1984.


Secretary of State

By 
Deputy

