



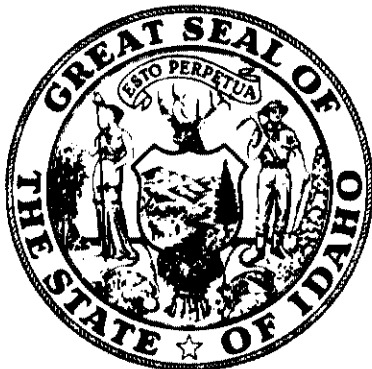
Department of State.

**CERTIFICATE OF REGISTRATION
OF
PREMIERE CABLE TWO, LTD.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PREMIERE CABLE TWO, LTD.
_____ for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to PREMIERE CABLE TWO, LTD.
to transact business in this State under the name PREMIERE CABLE TWO, LTD., A
COLORADO LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated January 4, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Lee J. Cook*

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

DEC 22 9 16 AM '87

SECRETARY OF STATE

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned ~~Limited Partner~~ hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is Premiere Cable Two, Ltd.

2. The name which it shall use in Idaho is Premiere Cable Two, Ltd., A
Colorado Limited Partnership

3. It is organized under the laws of Colorado

4. The date of its formation is November 12, 1987

5. The address of its registered or principal office in the state or country under the laws of which it is organized is 567-20 Road, Grand Junction, Colorado 81503

6. The name and street address of its proposed registered agent in Idaho are _____
C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701

7. The general character of the business it proposes to transact in Idaho is:
Ownership and operation of cable television systems and
all other lawful business.

8. The names and addresses of all general partners as well as the names and addresses of those limited partners whose contribution is equal to a greater than 5% of the total contribution of all partners.

Name	General or Limited	Address
<u>Premiere Cable Services II, Inc.</u>	<u>General</u>	<u>18700 Beach Blvd., Suite 205</u> <u>Huntington Beach, CA 92648</u>
_____	_____	_____
_____	_____	_____
<u>Kagan Venture Fund</u>	<u>Limited</u>	<u>126 Clock Tower Place</u> <u>Carmel, CA 92923</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

8. (Continued)

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership issued by the proper officer of the jurisdiction in which the certificate of limited partnership is filed or recorded.

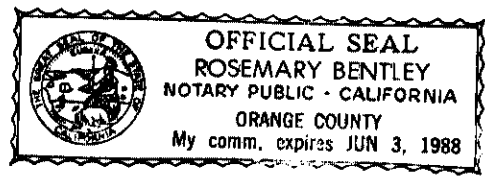
Dated 12-16, 19 87.

Premiere Cable Services II, Inc.,
General Partner

By *Ronald S. Gray*

A General Partner

STATE OF California)
) ss:
COUNTY OF Orange)



I, Rosemary Bentley, a notary public, do hereby certify that on this
16th day of December, 19 87, personally appeared

before me Ronald S. Gray, who being by me first duly sworn,

declared that he is ~~the President of the~~ ^{VICE} the President of the general partner of
Premiere Cable Two, Ltd.

VICE President of the

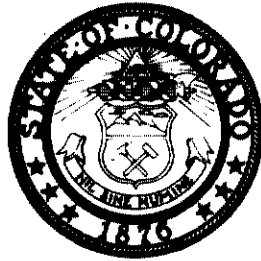
that he signed the foregoing document as general partner of the limited partnership and that the statements therein contained are true.

Rosemary Bentley
Notary Public

STATE OF COLORADO

STATE
88 JAN 4 AM 9 59

DEPARTMENT OF
STATE



CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

PREMIERE CABLE TWO, LTD.
(COLORADO LIMITED PARTNERSHIP)

has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.



DATED: DEC 01 1987

Natalie Meyer

SECRETARY OF STATE