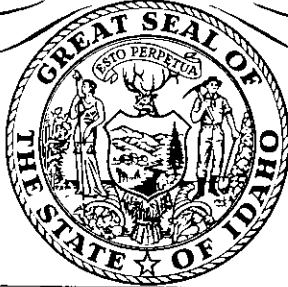


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

CABLE VIEW OF JEROME, INC.

was filed in the office of the Secretary of State on the **Seventh** day of **January**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **122** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Jerome

in the County of

Jerome

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **7th** day of **January**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
CABLE VIEW OF JEROME, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons, of legal age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the Constitution and Laws of the State of Idaho, and we do hereby certify as follows:

ARTICLE I.

The name of this corporation shall be:

CABLE VIEW OF JEROME, INC.

ARTICLE II.

The purposes for which this corporation is formed are:

1. To acquire, own, lease, rent, operate and maintain a coaxial cable television subscription system within the Counties of Jerome, Gooding, and Lincoln, Idaho and elsewhere, as may be decided upon by the Board of Directors of this corporation.
2. To apply for, receive and hold all licenses that may be necessary or required from any licensing agency, federal, state, municipal or foreign; to do any and all things necessarily incident to the operation of transmission of programs and entering into such other contracts as the Board of Directors may, from time to time, deem proper and expedient.
3. To engage in the business of buying, selling, leasing and dealing generally in all kinds of radio, television and other electronic instruments, including leases, patents, rights and franchises.
4. To do a general wholesale and retail business in radio and television equipment, supplies and accessories; to buy, sell, lease, import, export, repair and generally deal in all kinds of radio, television and other electronic apparatus, equipment and appliances for the sending and receiving of television and radio messages; to construct, purchase or otherwise acquire, deal in, sell, hire, lease, use, repair, operate and maintain radio and television equipment and apparatus of every kind and character whatsoever and all parts, appliances, accessories, equipment, machinery and transmission lines which are, or can be, properly used in connection therewith, or which may be adapted for the use in the construction of, upon or in connection with the same.
5. To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge or otherwise

dispose of, and to invest, trade and deal in and with real and personal property of every kind and description, and any and all interests therein.

6. To borrow money, to issue bonds, debentures, notes and other obligations of the corporation from time to time, for any of the objects or purposes of the corporation, and to mortgage, pledge, hypothecate and/or convey in trust any or all of its property to secure the payment thereof.

7. To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association, corporation, municipality, state or government, or any subdivision, district or department thereof.

8. To do any and all such other acts, things, business or businesses, in any manner connected with, or necessary, incidental, convenient or auxiliary to any of the objects hereinbefore enumerated, or calculated, directly or indirectly, to promote the interests of the corporation, and in carrying on its purposes, or for the purpose of obtaining or furthering any of its business, to do any and all acts and things, and to exercise any and all other powers which a natural person could do or exercise, and which now, or hereafter, may be authorized by law.

9. The several clauses contained in the statement of purposes shall be construed as both purposes and powers, and the statements contained in each clause shall be in nowise limited or restricted by reference to, or inference from, the terms of any other clause, but shall be regarded as independent purposes and powers; and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed exclusive, but it is expressly hereby declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE III.

The duration of this corporation shall be perpetual.

ARTICLE IV.

Subject to provisions of law, the corporation may purchase, or otherwise acquire, hold and reissue, the shares of its capital stock under such provisions as may be provided for in the By-Laws.

ARTICLE V.

The location and postoffice address of the registered office of this corporation, and the place where the principal business of this corporation is to be transacted is Jerome, Jerome County, State of Idaho.

ARTICLE VI.

The total authorized capital stock of this corporation shall be Fifty Thousand Dollars (\$50,000), divided into Five

Hundred (500) shares of common stock of the par value of One Hundred Dollars (\$100) each. Shares of stock in the corporation shall not be transferred or sold until said sale shall have been approved by the Board of Directors, and the By-Laws of the corporation shall provide the method for such approval, and may limit the number of shareholders. The capital stock of the corporation, after the amount of the subscription price or par value has been paid, shall not be subject to assessment, and no paid up stock shall ever be assessable or be assessed.

ARTICLE VII.

The names and addresses of the incorporators and the number of shares of stock subscribed by each are as follows:

| NAME | POSTOFFICE ADDRESS | NO. OF SHARES |
|----------------|--|---------------|
| George E. Ladd | 520 Fairview Missoula, Montana | 1 share |
| Roy A. Hart | Route #1, Box 643 Lake Stevens, Wash. | 1 share |
| Clark L. Heiss | Jerome, Idaho | 1 share |

ARTICLE VIII.

The number, qualifications, term of office, manner of election and powers and duties of directors shall be fixed, and may be altered from time to time, as may be provided in the By-Laws. The persons above named as incorporators shall act in the capacity of directors until their successors are elected and qualified.

ARTICLE IX.

The private property of the stockholders shall not be subject to, or liable for, the payment of corporate debts to any extent whatsoever.

ARTICLE X.

By-Laws shall be adopted by the directors, and when so adopted may thereafter be repealed, amended, or new by-laws adopted by the directors by two-thirds (2/3) vote of the directors, or the same may be repealed or amended or new by-laws adopted by a majority vote of the outstanding capital stock of the corporation.

ARTICLE XI.

The corporation reserves the right to amend, alter, change or repeal these Articles of Incorporation, in whole or in part, in the manner now, or hereafter, provided by law, and all rights conferred on stockholders are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands at
Jerome, Idaho, this 4th day of January, 1963.

Roy A. Hart
George E. Ladd
Clark Heiss

STATE OF IDAHO)
 ss:
County of Jerome)

On this 4th day of January, 1963, before me, the under-
signed, a Notary Public in and for said State and County, person-
ally appeared GEORGE E. LADD, ROY A. HART and CLARK L. HEISS,
known to me to be the persons whose names are subscribed to the
within and foregoing instrument, and they severally acknowledged
to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

Frank M. Pitting
Notary Public for Idaho
Residing at: Jerome, Idaho