

State of Idaho

Department of State

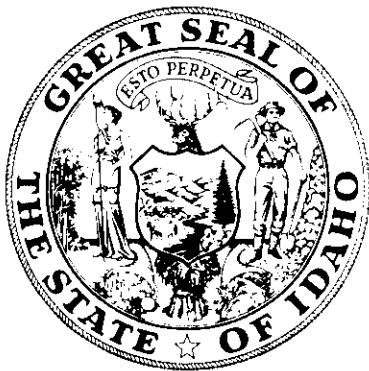
CERTIFICATE OF WITHDRAWAL OF

MOUNTAIN CABLE NETWORK, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **MOUNTAIN CABLE NETWORK, INC.** for a Certificate of Withdrawal from 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 Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated February 15, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

W. J. Hinson

Corporation Clerk

APPLICATION FOR
CERTIFICATE OF WITHDRAWAL

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-119, Idaho Code, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Idaho and for that purpose submits the following statement:

1. The name of the corporation is MOUNTAIN CABLE NETWORK, INC. RECEIVED
SECRETARY OF STATE
30 FEB 15 AM 9 11
- _____ The name which it used in Idaho is _____
- MOUNTAIN CABLE NETWORK, INC.
2. It is incorporated under the laws of NEVADA.
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation that may be mailed is _____
- 2185 SOUTH 3600 WEST SALT LAKE CITY, UTAH 84119
7. All sums due or accrued by this corporation to the State of Idaho have been paid.
8. All known creditors or claimants have been paid or provided for and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

By

George C. Hatch

Its _____ President

And

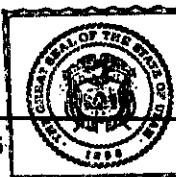
Jeffrey B. Hatch

Its _____ Secretary

STATE OF Utah)
COUNTY OF Salt Lake) ss:

I, Peggy Peterson, a notary public, do hereby certify that on this
6th day of February, 19 90, personally appeared
before me George C. Hatch, who being by me first duly sworn,
declared that he is the President of
Mountain Cable Network, Inc.

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



PEGGY PETERSON
Notary Public
STATE OF UTAH
My Commission Expires
November 3, 1993
2185 S 3600 W, SLC, UT 84119

Peggy Peterson
Notary Public