

Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF**

GWC 66, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GWC 66, INC.

_____ for an Amended 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 Amended Certificate of Authority to TCI OF POCA TELLO, INC.

_____ to transact business in this State under the name TCI OF POCATELLO,
INC. _____ and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated June 29, 19 87



Robt. J. Conares
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

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SEC OF STATE

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March 20

1. A Certificate of Authority was issued to the corporation by your office on _____

19 86, authorizing it to transact business in the State of Idaho under the name of _____

GWC 66, Inc.

2. Its corporate name has been changed to _____ TCI of Pocatello, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is _____ TCI of Pocatello, Inc.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

no change

(Note: If no additional purposes are proposed, insert "No change.")

Dated June 9, 19 87

TCI of Pocatello, Inc. (formerly GWC 66, Inc.)

By

J. C. SPARKMAN

Its _____ President

And

TERRELL E. DAVIS

Its _____ Secretary

STATE OF Colorado)

COUNTY OF Arapahoe) ss:

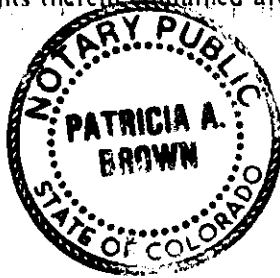
I, Patricia A. Brown, a notary public, do hereby certify that on this

9th day of June, 19 87, personally appeared

(continued on reverse)

before me JC Sparkman, who being by me first duly sworn,
declared that he is the President of T.C.I. of Idaho Inc.

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



Patricia A. Brown
Notary Public

My Commission Expires Sept. 29, 1990
6447 South Heritage Pl. West
Englewood, Colorado 80111

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SEC. OF STATE
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TCI OF IDAHO, INC.

Secretary of State
Room 203, Statehouse
Boise, Idaho 83720

I, J.C. SPARKMAN, PRESIDENT,
of TCI of Idaho, Inc., an Idaho corporation, do hereby authorize
and consent to the use of a similar corporation name by TCI of
Pocatello, Inc.

TCI OF IDAHO, INC.

Date: June 9, 1987

By: [Signature]
Its: PRESIDENT



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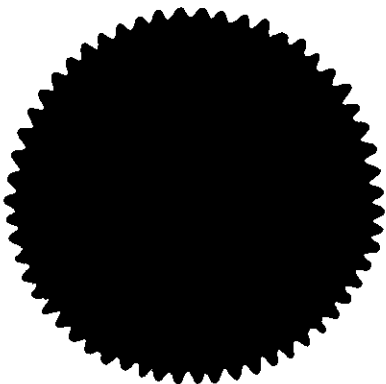
SECRETARY OF STATE

State of DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the "GWC 66, INC.", filed a Certificate of Amendment, changing
its corporate title to "TCI OF POCATELLO, INC.", on the twenty-sixth day of March,
A.D. 1987, at 9 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this twenty-fifth *day*
of June *in the year of our Lord*
one thousand nine hundred and eighty-seven



Michael Harkins
Michael Harkins, Secretary of State