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July 29, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Dear Sir or Madam:

Enclosed herewith are two (2) executed copies of an Application by Foreign Corporation for Authorization to Transact Business in Florida of Fanch Management Partners, Inc. and a check in the amount of Seventy Dollars (\$70.00) to cover the fees associated with the filing of the above-referenced document. Please file the enclosed document at your earliest convenience. Also, please date stamp one (1) copy of the enclosed document as "filed" and return the same to the undersigned in the enclosed, self-addressed envelope as soon as possible.

If you have any questions or require further information, please do not hesitate to contact me directly at 401-331-5700.

Very truly yours,

John W. Wolfe

John W. Wolfe

jwwFanch.jv1viamamd2.ltr

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Fanch Management Partners, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Colorado
(State or country under the law of which it is incorporated)
3. 84-1334471
(FEI number, if applicable)
4. 11/16/95
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification or 9/30/96, whichever is later.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 1873 South Bellaire St., Suite 1550
Denver, Colorado 80222
(Current mailing address)
8. To act as general partner of Fanch Cablevision of Indiana, L.P.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: NRAI Services, Inc.
Office Address: 526 East Park Avenue
Tallahassee, Florida, 32301
(Zip Code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
By: Marc M. Amico
(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Exhibit A, attached hereto.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Exhibit A, attached hereto.

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert C. Fanch, Chairman
(Typed or printed name and capacity of person signing application)

EXHIBIT A

I. Directors:

<u>Name</u>	<u>Address</u>
Robert C. Fanch	1873 South Bellaire Street Suite 1550 Denver, CO. 80222
Jack Pottle	1873 South Bellaire Street Suite 1550 Denver, CO. 80222

II. Officers:

<u>Name</u>	<u>Officer</u>	<u>Address</u>
Robert C. Fanch	Chairman of the Board and Treasurer	1873 South Bellaire Street Suite 1550 Denver, CO. 80222
Jack Pottle	President	1873 South Bellaire Street Suite 1550 Denver, CO. 80222
Terry Adams	Vice President and Secretary	1873 South Bellaire Street Suite 1550 Denver, CO. 80222
David L. Mayer	Asst. Secretary	1873 South Bellaire Street Suite 1550 Denver, CO. 80222



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of
Colorado hereby certify that

According to the records of this office

FANCH MANAGEMENT PARTNERS, INC.
(COLORADO CORPORATION)

file # 951140801 was filed in this office on NOVEMBER 16, 1995,
and 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: JULY 11, 1996

Victoria Buckley

SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA