

F
CAMERON &
MITTLEMAN
ATTORNEYS AT LAW

Exchange Terrace
Providence, Rhode Island 02903
(401) 331-5700
FAX — 331-5787

96000004318

Richard S. M...
B. C...
Roy L. M...
David L. M...
H...
Joseph L. M...
Th...
Robert A. M...
K...

Catherine T. Schneider
Virginia M. Burke
John W. Wolfe

*Also admitted in
Massachusetts

August 19, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL. 32314

6000001928496
-08/21/96--01064--005
*****70.00 *****70.00

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 Hornell Television Service, 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

96 AUG 23 PM 1:02
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W
8/23

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

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

1. Hornell Television Service, 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. New York 3. 16 0760447
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/17/51 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Will begin transacting business in FL. on or about 9/1/96.
(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 817.165, F.S.))
7. 1873 South Bellaire St., Suite 1550
Denver, Colorado 80222
(Current mailing address)
8. To act as a general partner of TWFanch-one Co., an entity which shall own, operate,
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) acquire and develop cable television
9. Name and street address of Florida registered agent: systems in the state of Florida.
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: Thane M. Starnes - att. in
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 23 PM 1:02

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.

Robert C. Fanch
(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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 23 PM 1:02

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	Secretary	1873 South Bellaire Street Suite 1550 Denver, CO. 80222
David L. Mayer	Asst. Secretary	56 Exchange Terrace Second Floor Providence, RI 02903

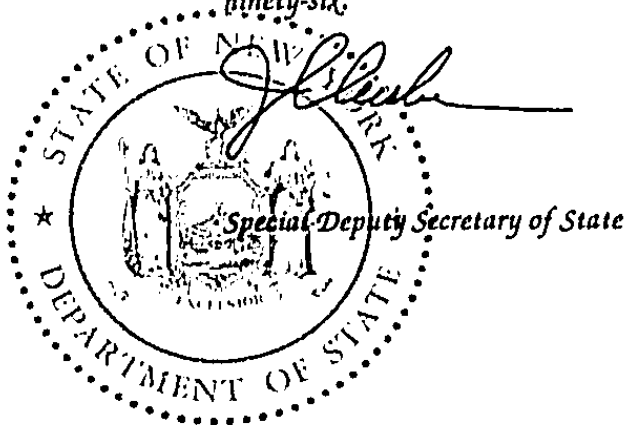
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
66 AUG 23 PM 4:02

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of HORNELL TELEVISION SERVICE, INC. was filed on 05/17/1951, fixing the duration as perpetual, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 14th day of August
one thousand nine hundred and
ninety-six.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 23 PM 1:02



199608150060 44