

State of Idaho

Office of the Secretary of State

CERTIFICATE OF FRANCHISE AUTHORITY

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify under the seal of my office that:

CEQUEL III COMMUNICATIONS I, LLC
d/b/a SUDDENLINK COMMUNICATIONS
File Number VF104

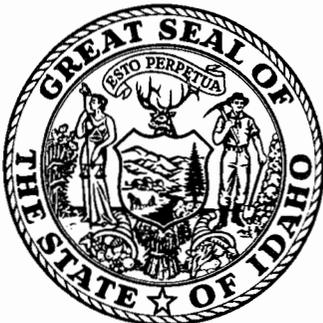
Is hereby granted authority as a system operator to provide cable service or video service in the following service area:

IDAHO COUNTY, CLEARWATER COUNTY, SHOSHONE COUNTY
BENEWAH COUNTY AND KOOTENAI COUNTY

I FURTHER CERTIFY That the authority is granted to install, construct and maintain facilities within the public rights-of-way, over which the local unit of government has jurisdiction, to enable the provision of video services to subscribers to such services, subject to the applicable federal and state laws and regulations, including highway district, municipal and county ordinances and regulations.

I FURTHER CERTIFY That the required fees have been paid. Franchise Authority of the above named entity is effective upon issuance of this certificate and shall expire ten (10) years from the date of issuance.

Dated: July 5, 2012



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF FRANCHISE AUTHORITY

(Instructions on Back of Application)

2012 JUL -6 PM 12:21
SECRETARY OF STATE
STATE OF IDAHO

Pursuant to Title 50, Chapter 30, Idaho Code, the undersigned applies for authorization to provide video service in the State of Idaho.

1. The name of the applicant is: Cequel III Communications I, LLC d/b/a Suddenlink Communications

2. The address of applicant's principal place of business within Idaho is:
Suddenlink Communications, 816 East Mullan Street, Osburn, ID 83849

3. The mailing address of the applicant is:
Suddenlink Communications, 12444 Powerscourt Drive, Ste. 140, St. Louis, MO 63129

| | |
|---|--------------|
| 4. Names of the applicant's principal executive officers: | |
| <i>Name</i> | <i>Title</i> |
| <u>Attached - Exhibit 1</u> | |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

| | |
|--|------------------------------------|
| 5. The name and title of applicant's primary Idaho representative: | |
| <i>Name</i> | <i>Title</i> |
| <u>Teresa Richardson</u> | <u>Business Operations Manager</u> |

6. Specific identification of the political subdivision(s) constituting the service area wherein the applicant intends to provide cable or video service: Idaho County, Clearwater County, Shoshone County, Benewah County, and Kootenai County

7. The date the applicant intends to begin providing service in the service area described above: July 1, 2012
(mm/dd/yyyy)

8. I verify by signing this application that:
- All forms have been filed with the federal communications commission as required by that agency.
 - Applicant is legally, financially and technically qualified to provide video service.
 - Verification is attached to this application that comprehensive general liability insurance coverage and automobile liability insurance coverage underwritten by one or more companies licensed to do business in the state of Idaho has been procured by the applicant and will be maintained continuously as required by Idaho Code Section 50-3003(3)(e).
 - Applicant has attached a list of names and mailing addresses of the governing body of each political subdivision and each local unit of government located within the service area designated in the application. The entities listed will be notified by the Secretary of State upon issuance of the certificate of franchise authority.

Dated: July 5, 2012

Signature: _____

Typed Name: Michael J. Zarrilli

Capacity: Vice President Government Relations & Senior Counsel
(By an officer or general partner of applicant)

Customer Acct # :
(if using pre-paid account)

Secretary of State use only

g:\ocp\forms\franchise authority Revised 04/2012

IDAHO SECRETARY OF STATE
07/06/2012 05:00
CK: 225474 CT: 272148 BH: 1331098
1 @1000.00 = 1000.00 FRAN AUTH # 2

V F 104

Exhibit 1

Officers

Jerald L. Kent – Chief Executive Officer and President
Peter M. Abel – Senior Vice President, Corporate Communications
David J. Agnew - Vice President, Information Technology
Phil Ahlschlager – Senior Vice President of Operations, North Carolina Region
Christopher W. Arft – Vice President, IT Infrastructure
David Bach – Senior Vice President of Operations, Atlantic Region
Gordon M. Bourne – Vice President, Programming
Jeffrey F. Bryant – Vice President, Marketing
Kenneth Conner – Vice President, Business Services
Terry M. Cordova – Senior Vice President and Chief Technology Officer
Jill Costick – Vice President, Marketing
Todd Cruthird – Senior Vice President of Operations, Texoma Region
Aimee C. Doane – Vice President, Operations
Jerrold A. Dow – Chief Marketing and Sales Officer
Daniel K. Fitzgibbon – Vice President and Senior Counsel
Robert Fouss – Vice President, Ad Sales Operations
James B. Fox – Senior Vice President and Chief Accounting Officer
Justin Freesmeier – Vice President, Fiscal Operations
George R. Fryer – Vice President, Fiscal Operations for Texoma Region
John Fuhler – Senior Vice President, Fiscal Operations
Beverly Gambell – Vice President, Commercial Marketing
David Gilles – Senior Vice President of Operations, West Texas Region
Randy Goad – Senior Vice President of Operations, Mid South Region
Gregg Grigaitis – Vice President, Advanced Technology
Erick Guzman – Vice President, Information Technology
Norman E. Harris – Vice President, Commercial Sales East
Charles O. Hembree – Vice President of Operations, Central Region
Pamela Hermann – Vice President of Management and Financial Reporting
Marsha Humphreys – Vice President, Information Technology
Reginald A. Jaramillo – Vice President of Fiscal Operations, Central Region
Robert Jenkins – Vice President, Information Technology
Mario A. Jimenez, Jr. – Vice President, Customer Care
Don Johnson – Vice President, Human Resources
Stevens Gibbs Jones – Senior Vice President, Customer Experience
Katharine Gardner Kelly – Vice President, Customer Care
Ralph G. Kelly – Senior Vice President, Treasurer
Wendy Knudsen – Executive Vice President and Assistant Secretary
Leo F. Kutz, Jr. – Vice President, Network Engineering
Rodney Lanham – Vice President, Engineering
Michelle Luecal – Vice President of Talent/Organizational Development & Compliance
Patricia L. McCaskill – Senior Vice President and Chief Programming Officer
Christopher McLennan – Vice President, Programming
Thomas P. McMillin – Executive Vice President and Chief Operating Officer
Mary E. Meduski – Executive Vice President and Chief Financial Officer
Mary Meier – Senior Vice President, Marketing
John E. Menendez – Vice President, Loyalty and Sales Marketing

Peggy Migas – Vice President, Contract Administration
Mark M. Mihalevich – Vice President, Marketing
James N. Mosher – Vice President of Technical Operations, Texoma Region
Tyler Nau – Vice President of Finance, Commercial and Advertising Operations
Michael R. Nelson – Vice President, Fiscal Operations
Patrick J. O'Connor – Senior Vice President of Operations, Central Region
Bill Paramore – Vice President, Technical Operations
Andrew D. Parrott – Vice President, Technical Operations
Beth Ann Petti - Vice President, Information Technology
Michael A. Pflantz – Vice President, Corporate Finance
Mary L. Porter – Vice President, Human Resources Staffing & Diversity
Robert L. Putnam – Senior Vice President and Chief Information Officer
Frederick S. Ricker – Vice President, Corporate Taxes
Craig L. Rosenthal – Senior Vice President and General Counsel and Secretary
Karen A. Sharkey – Vice President, Customer Care
Brent Skinner – Vice President, Media Services
Daniel R. Spoelman – Vice President, Operations
Kevin Stephens – Senior Vice President, Commercial and Advertising Operations
Jason Thomas – Vice President, Customer Care
Timothy Thompson – Vice President, Telephony
Stephen E. Tulloh, Jr. - Vice President, Commercial Sales-West
Sabrina Warr – Vice President, Corporate Accounting
Thomas A. Wheeler – Vice President, Direct Sales
Douglas G. Wiley – Senior Vice President, Human Resources
Michael J. Zarrilli – Vice President, Government Relations and Assistant Secretary

**Exhibit 2
Addresses**

Idaho County Commissioners
Idaho County
320 West Main Street
Room 5
Grangeville, Idaho 83530

Clearwater County Commissioners
Clearwater County
150 Michigan Ave.
Orofino, Idaho 83544

Shoshone County Commissioners
Shoshone County
700 Bank Street
Wallace, Idaho 83873

Benewah County Commissioners
Benewah County
701 W. College Ave.
St. Maries, Idaho 83861

Kootenai County Commissioners
Kootenai County
451 Government Way
Coeur d'Alen, Idaho 83814



CERTIFICATE OF LIABILITY INSURANCE

8/31/2012

DATE (MM/DD/YYYY)

7/2/2012

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

| | | |
|--|-----------------------|----------------|
| PRODUCER LOCKTON COMPANIES, LLC 5847 SAN FELIPE, SUITE 320 HOUSTON TX 77057 866-260-3538 | CONTACT NAME: | |
| | PHONE (A/C, No, Ext): | FAX (A/C, No): |
| E-MAIL ADDRESS: | | |
| INSURER(S) AFFORDING COVERAGE | | NAIC # |
| INSURER A: Liberty Mutual Fire Insurance Company | | 23035 |
| INSURER B: Liberty Insurance Corporation | | 42404 |
| INSURER C: Continental Casualty Company | | 20443 |
| INSURER D: Great American E & S Insurance Company | | 37532 |
| INSURER E: | | |
| INSURER F: | | |

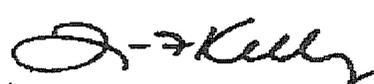
COVERAGES USE BR CERTIFICATE NUMBER: 11903290 REVISION NUMBER: XXXXXXX

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

| INSR LTR | TYPE OF INSURANCE | ADDL INSR | SUBR WVD | POLICY NUMBER | POLICY EFF (MM/DD/YYYY) | POLICY EXP (MM/DD/YYYY) | LIMITS |
|----------|---|---------------------------------------|---|--------------------|-------------------------|-------------------------|---|
| A | GENERAL LIABILITY | Y | Y | TB2-691-457614-021 | 8/31/2011 | 8/31/2012 | EACH OCCURRENCE \$ 1,000,000 |
| | <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY | | | | | | DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 |
| | <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR | | | | | | MED EXP (Any one person) \$ 15,000 |
| | GEN'L AGGREGATE LIMIT APPLIES PER: | | | | | | PERSONAL & ADV INJURY \$ 1,000,000 |
| | <input type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC | | | | | | GENERAL AGGREGATE \$ 2,000,000 |
| | | | | | | | PRODUCTS - COMP/OP AGG \$ 2,000,000 |
| | | | | | | | \$ |
| A | AUTOMOBILE LIABILITY | Y | Y | AS2-691-457614-031 | 8/31/2011 | 8/31/2012 | COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000 |
| | <input checked="" type="checkbox"/> ANY AUTO | | | | | | BODILY INJURY (Per person) \$ XXXXXXXX |
| | <input type="checkbox"/> ALL OWNED AUTOS | | <input type="checkbox"/> SCHEDULED AUTOS | | | | BODILY INJURY (Per accident) \$ XXXXXXXX |
| | <input checked="" type="checkbox"/> HIRED AUTOS | | <input checked="" type="checkbox"/> NON-OWNED AUTOS | | | | PROPERTY DAMAGE (Per accident) \$ XXXXXXXX |
| | | | | | | | \$ XXXXXXXX |
| C | UMBRELLA LIAB | Y | Y | L4030840101 | 8/31/2011 | 8/31/2012 | EACH OCCURRENCE \$ 5,000,000 |
| | EXCESS LIAB | | | | | | AGGREGATE \$ 5,000,000 |
| | <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$ | | | | | | \$ XXXXXXXX |
| B | WORKERS COMPENSATION AND EMPLOYERS' LIABILITY | Y/N | Y | WA7-69D-457614-011 | 8/31/2011 | 8/31/2012 | <input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTH-ER |
| | ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) | <input checked="" type="checkbox"/> N | N/A | | | | E.L. EACH ACCIDENT \$ 1,000,000 |
| | If yes, describe under DESCRIPTION OF OPERATIONS below | | | | | | E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 |
| | | | | | | | E.L. DISEASE - POLICY LIMIT \$ 1,000,000 |
| D | EMPLOYERS PRIMARY INDEMNITY COVERAGE (TX) | N | Y | ECA 3718715 | 8/31/2011 | 8/31/2012 | CSL PER PERSON \$2,000,000 PER OCCURRENCE \$20,000,000 |

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
THE GENERAL AGGREGATE LIMIT INCLUDES PER PROJECT AND PER LOCATION ENDORSEMENT WITH A \$20,000,000 POLICY CAP. CERTIFICATE HOLDER IS NAMED AS AN ADDITIONAL INSURED (EXCEPT FOR WORKERS' COMP/EL/EPIC) WHERE AND TO THE EXTENT REQUIRED BY WRITTEN CONTRACT. BLANKET WAIVER OF SUBROGATION IS GRANTED IN FAVOR OF CERTIFICATE HOLDER ON ALL POLICIES WHERE AND TO THE EXTENT REQUIRED BY WRITTEN CONTRACT WHERE PERMISSIBLE BY LAW.

CERTIFICATE HOLDER**CANCELLATION** See Attachment

| | |
|---|--|
| 11903290 OFFICE OF THE SECRETARY OF STATE 450 N. STREET PO BOX 83720 BOISE ID 83720-0080 | SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. |
| | AUTHORIZED REPRESENTATIVE  |

Cequel Communications Holdings, LLC
Named Insured Schedule

Cebridge Connections Holdings, LLC fka Classic Holdco, LLC
Cequel Communications Corp.
Cebridge Acquisition Co. LLC
Cequel Communications, LLC fka Cebridge III, LLC dba Suddenlink Communications
Cebridge Telecom Limited, LLC dba Suddenlink Communications
TCA Communications, LLC dba Suddenlink Communications
Cebridge Telecom NC, LLC dba Suddenlink Communications fka Cox North Carolina
Telcom, LLC dba Suddenlink Communications, LLC
Cebridge Telecom TX, L.P. fka Cox Texas Telcom, L.P. dba Suddenlink Communications
Cebridge Telecom General, LLC dba Suddenlink Communications
Cebridge Limited, LLC dba Suddenlink Communications
Cebridge General, LLC dba Suddenlink Communications
Cebridge Telecom CA, LLC dba Suddenlink Communications
Cebridge Telecom ID, LLC dba Suddenlink Communications
Cebridge Telecom IN, LLC dba Suddenlink Communications
Cebridge Telecom KS, LLC dba Suddenlink Communications
Cebridge Telecom KY, LLC dba Suddenlink Communications
Cebridge Telecom LA, LLC dba Suddenlink Communications
Cebridge Telecom MO, LLC dba Suddenlink Communications
Cebridge Telecom MS, LLC dba Suddenlink Communications
Cebridge Telecom NM, LLC dba Suddenlink Communications
Cebridge Telecom OH, LLC dba Suddenlink Communications
Cebridge Telecom OK, LLC dba Suddenlink Communications
Cebridge Telecom VA, LLC dba Suddenlink Communications
Cebridge Telecom WV, LLC dba Suddenlink Communications
Cebridge Acquisition, L.P. dba Suddenlink Communications
Cebridge Acquisition, LLC dba Suddenlink Communications
Cequel Communications Holdings, LLC
Cequel Communications Holdings I, LLC
Cequel Communications Holdings II, LLC
Cequel Communications I, LLC
Cequel Communications II, LLC dba Suddenlink Communications
Cequel Communications III, LLC dba Suddenlink Communications
Cebridge Connections Finance Corp. dba Suddenlink Communications
Cebridge Corporation dba Suddenlink Communications
Cebridge Connections, Inc. fka CAS Acquisition Holdings Corp dba Suddenlink
Communications
Classic Communications, Inc. dba Suddenlink Communications
Classic Cable, Inc. dba Suddenlink Communications
Universal Cable Holdings, Inc. dba Suddenlink Communications
Classic Cable of Oklahoma, Inc. dba Suddenlink Communications

Friendship Cable of Texas, Inc. dba Suddenlink Communications
W.K. Communications, Inc. dba Suddenlink Communications
Classic Cable of Louisiana, LLC dba Suddenlink Communications
Friendship Cable of Arkansas, Inc. dba Suddenlink Communications
Kingwood Holdings, LLC
Cequel III Communications I, LLC dba Suddenlink Communications
Kingwood Security Services, LLC dba Suddenlink Security
Cebridge Connections Equipment Sales, LLC dba Suddenlink Communications
Appalachian Communications, LLC
Cequel III Communications II, LLC dba Suddenlink Communications
Delta Video Cable, Inc. dba Suddenlink Communications
Piggott Video Cable TV Company dba Suddenlink Communications
Telecom Entities dba Suddenlink Communications
Current Cebridge Entities dba Suddenlink Communications
ARH, Ltd. dba Suddenlink Communications
Cable Systems, Inc. dba Suddenlink Communications
Hornell Television Service, Inc. dba Suddenlink Communications
C Corps dba Suddenlink Communications
Kingwood Security Services LLC dba Cebridge Connections Security
Orbis 1, LLC dba CoStreet Communications
Cequel Communications Access Services, LLC
Friendship Cable of Texas, Inc. dba Correctional Cable
Universal Cable Holdings, Inc. dba Correctional Cable
Classic Cable of Oklahoma, Inc. dba Correctional Cable
Friendship Cable of Texas, Inc. dba Correctional Cable TV
Suddenlink Security
Cequel Capital Corporation
Cequel Communications IV, LLC
Kingwood Security
NPG Cable, LLC
Mercury Voice & Data, LLC
NPG Digital Phone, LLC