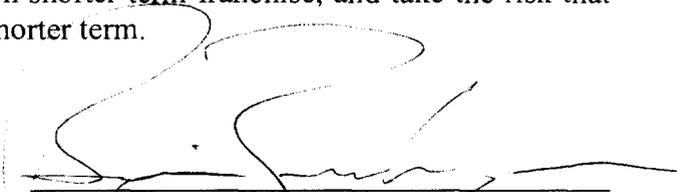
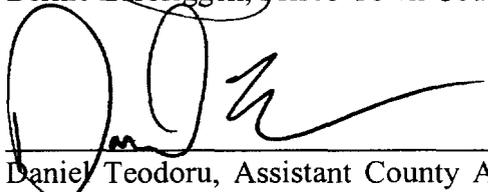


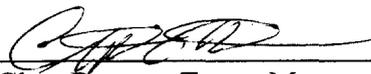
provided to the communities AT&T serves in the Denver metro area. We are told that the ultimate decision to provide these services in our communities will be made at some point in the future, and that the size of our communities may impact the decision.

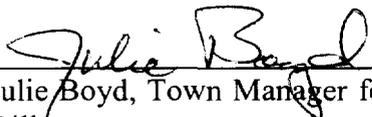
7. Our choice is essentially to grant a longer term franchise and keep our fingers crossed that AT&T (or its successor) will see fit to provide cable modem and other broadband services to our communities, or to approve a much shorter term franchise, and take the risk that AT&T will still proceed with an upgrade for the shorter term.

Further, Affiants sayeth not.

  
\_\_\_\_\_  
Bernie Zurbriggen, Frisco Town Council

  
\_\_\_\_\_  
Daniel Teodoru, Assistant County Attorney  
for Summit County

  
\_\_\_\_\_  
Clay Brown, Town Manager for the Town  
of Frisco

  
\_\_\_\_\_  
Julie Boyd, Town Manager for the Town of  
Dillon

  
\_\_\_\_\_  
Kevin Batchelder, Town Manager for the  
Town of Silverthorne

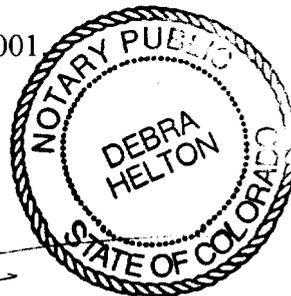
Subscribed and sworn to before me this 8<sup>th</sup> day of January, 2001.

WITNESS MY HAND AND OFFICIAL SEAL.

My Commission Expires: May 31, 2003

State of Colorado  
County of Summit

  
\_\_\_\_\_  
NOTARY PUBLIC  
Debra Helton/1 Main Street, Frisco,  
Colorado 80443



**AFFIDAVIT OF DONALD CLUTTER**

**State of Colorado**            )  
  ) ss.  
**County of Morgan**         )

Affiant duly sworn, and upon his oath, states as follows:

1. My name is Donald Clutter. I serve as an elected Alderman on the City Council for the City of Fort Morgan, Colorado. I have served on the City Council for five (5) years.

2. Fort Morgan is the County Seat of Morgan County, Colorado. The City is located approximately eighty-five (85) miles northeast of Denver on Colorado's eastern plains, and its population is approximately 11,000. We are a small, stand alone community with a farming and ranching heritage. At the same time, we are attempting to diversify our economy and provide a broader local job base for our citizens.

3. For the past year, the City of Fort Morgan has been involved in cable franchise renewal negotiations with AT&T Broadband. I am one of two Council members who has worked directly with our staff and our consultant in these negotiations.

4. Through our community needs assessment process, we determined that there is a strong desire in our community to have access to broadband cable technologies, including high speed internet access, similar to the services that are widely available in metro Denver.

5. In our franchise negotiations, we urged AT&T to provide us with a cable system that was capable of providing two-way broadband services, and to commit to offering those services as well. Initially, AT&T would not commit in the franchise to upgrade its system to provide two-way interactive services. After months of negotiations, and after assuring us that the company almost never made this commitment in any rural community, AT&T agreed to upgrade our cable system in three years, and at the end of the fourth year of a fifteen year franchise, make the system "two-way active". Obtaining this commitment in our negotiations is an excellent example of the City utilizing its authority under the Cable Act to obtain a franchise that meets the future cable related needs of our community.

6. Even so, AT&T will not make a commitment to offer any two-way active broadband services over the system even after the upgrade is complete and the system is capable of providing those services. AT&T informed us that they would not commit to provide cable modem services or any other two-way active services because,

(a) the law was not clear in classifying cable modem service as a cable service;  
and,

(b) AT&T had never committed to providing this service in any other franchise agreement.

Moreover, AT&T also informed us that because we are a small rural system, the only commitment they would make to us about the provision for these kinds of broadband services would be that they would evaluate their market at the time the system was able to provide the services, and would then make a business judgment as to whether these services would actually be offered in our community.

7. Theoretically, we had the option to grant a much shorter franchise term, in order to allow ourselves the opportunity to raise the issue in another franchise renewal negotiation after the legal framework becomes clearer. However, AT&T assured us that without a fifteen year franchise, it would refuse to do any kind of a system upgrade (and our system has been operating on essentially the same infrastructure since 1969), which would eliminate the possibility of our citizens even having the opportunity to be served by a cable system with expanded programming choices.

Further, Affiant sayeth not.

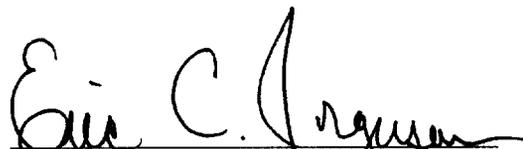
  
Donald Clutter

Subscribed and sworn to before me this 5th day of January, 2001 by Donald Clutter.

WITNESS MY HAND AND OFFICIAL SEAL.

My Commission Expires: October 16, 2002



  
NOTARY PUBLIC

My Commission Expires October 16, 2002