

BEFORE THE
DIRECTOR OF COMMERCE AND CONSUMER AFFAIRS
OF THE STATE OF HAWAII

In the Matter of the Applications of)	DOCKET NO. 47-87-01
COOKE CABLEVISION, INC.)	
For consent to transfer stock of)	DOCKET NO. 01-87-01
McCaw Communications of Hawaii Kai,)	
Inc.,)	DECISION AND ORDER
and)	NO. 131;
For consent to transfer cable)	CERTIFICATE OF SERVICE
franchises and systems of)	
McCaw Cablevision, Limited)	
Partnership, Maui County/)	
Hawaii County.)	

DECISION AND ORDER NO. 131

On February 24, 1987, Cooke CableVision, Inc. ("Cooke") and McCaw Communications of Hawaii Kai, Inc. ("McCaw Hawaii Kai") submitted an application to the Director of Commerce and Consumer Affairs ("Director") for approval of a transfer of the stock of McCaw Hawaii Kai. McCaw Hawaii Kai has been issued a cable franchise for Hawaii Kai on the island of Oahu.

On February 27, 1987, Cooke CableVision, Inc. and McCaw Cablevision, Limited Partnership, Maui County/Hawaii County ("McCaw LP") submitted an application to the Director for consent to transfer the cable television franchises of McCaw LP. McCaw LP has been issued cable franchises for Wailuku, Makawao and Hana on the island of Maui, the Kau District on the island of Hawaii, and the islands of Molokai and Lanai.

Pursuant to Section 440G-7, Hawaii Revised Statutes, public hearings on these applications were held at 10:00 a.m., August 11, 1988, at the State Office Building, 54 High Street, Wailuku, Maui; at 5:00 p.m., August 11, 1988, at the Naalehu Clubhouse, Naalehu, Hawaii; and at 7:00 p.m., August 12, 1988, at the Kamiloiki Elementary School, Hawaii Kai, Oahu. Notice of the hearings was published in the Honolulu Advertiser, the Maui News and the Hawaii Tribune-Herald on July 20, 1988 and July 27, 1988.

Because Cooke proposed a sale of its interests in the McCaw Hawaii systems to Western Communications, Inc. ("Western") while the above applications were pending, the Director performed a limited review of the applications. The Director determined that Cooke meets the minimum requirements for a cable franchise for the sole purpose of being a transferor of the cable franchises and systems to Western in Docket No. 01-88-01. However, further review of the applications would be necessary if the proposed transfers to Western are not completed.

NOW, THEREFORE, pursuant to Section 440G-10.1, Hawaii Revised Statutes, the Director hereby approves the transfer of the cable franchises and systems of McCaw Cablevision, Limited Partnership, Maui County/Hawaii County to Cooke CableVision, Inc. and the transfer of the stock of McCaw Communications of Hawaii Kai, Inc. to Cooke CableVision, Inc.; subject to the following terms and conditions:

1. This Decision and Order ("Order") shall become effective on the closing date of the Assets Exchange Agreement

dated June 30, 1988, by and between Cooke CableVision, Inc. and State TV Cable ("Assets Exchange Agreement") and shall be effective for one calendar day; provided that paragraphs 2, 3, 4, and 5 hereof shall be effective immediately.

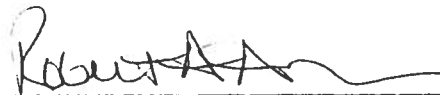
2. Within 30 days from the date of this Order, McCaw LP shall pay to the Director the sum of \$230,000. This amount shall be in full and complete satisfaction of all past obligations under paragraphs 10, 11, and 12 of Order No. 110. These funds shall be used to support public, educational and governmental access in the McCaw LP service area.

3. In the event that the Assets Exchange Agreement is not closed, McCaw Hawaii Kai and McCaw LP shall designate a new managing entity subject to prior approval by the Director.

4. The Director reserves the right to modify this Order at any time prior to the closing date of the Assets Exchange Agreement.

5. All terms and conditions in Order Nos. 1, 13, 47, 101, 110, 112, and 117 which are not superseded or amended by this Order, shall remain in full force and effect.

DATED: Honolulu, Hawaii, this 24th day of August, 1988.



ROBERT A. ALM
Director of Commerce and
Consumer Affairs

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing DECISION AND ORDER NO. 131 in Docket Nos. 47-87-01 and 01-87-01 was served upon the following parties at the addresses shown by mailing the same, postage prepaid, on this 10 day of August, 1988.

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