

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

In the Matter of the Application of)	
)	
Daniels Communications Partners)	Docket No. 90-08
Limited Partnership doing business as)	
HAWAIIAN CABLEVISION COMPANY)	
)	
For Approval of Cable Franchise Renewal)	
to Provide Cable Communications Service)	
_____)	

DECISION AND ORDER NO. 147

On November 23, 1990, the Director of Commerce and Consumer Affairs ("Director") issued Decision and Order No. 142 which granted approval of a cable franchise renewal to provide cable communications services to Daniels Communications Partners Limited Partnership dba Hawaiian Cablevision Company ("DCPLP") subject to the Terms and Conditions that were incorporated by reference therein.

Subsequently, on January 8, 1991, the Director issued Decision and Order No. 146 which amended Decision and Order No. 142.

Upon further review of the Amended Terms and Conditions of Decision and Order No. 142 incorporated in Decision and Order No. 146, the Director believes that it is in the public interest to amend further the Franchise Term requirement as set forth in Term and Condition 2.1.

Term and Condition 2.1 of the Amended Terms and Conditions of Decision and Order No. 142 is hereby amended and superseded by this Decision and Order. Except as amended, the provisions of Decision and Order No. 146 and the Amended Terms and Conditions of Decision and Order No. 142 that were incorporated therein are hereby ratified and approved and shall remain in full force and effect.

NOW, THEREFORE, it is hereby ordered that the amendment to the Franchise Term required by the Terms and Conditions of Decision and Order No. 142 incorporated in Decision and Order No. 146 be APPROVED, subject to the attached Amended Term and Condition 2.1 which is incorporated by reference herein.

DATED: Honolulu, Hawaii, January 9, 1991.



ROBERT A. ALM
Director of Commerce and Consumer
Affairs

AMENDED TERM AND CONDITION 2.1

Term and Condition 2.1 of Decision and Order No. 146 is amended and superseded to read as follows:

2.1 Franchise Term

(a) Initial franchise term

November 26, 1990 - December 31, 1995

(b) If the following items are accomplished by the dates shown below, then Daniels Communications Partners Limited Partnership ("DCPLP") shall receive an additional franchise term of four (4) years with the franchise to expire on December 31, 1999.

-- January 31, 1993

- ° DCPLP will present a refinancing plan to the Director for prior approval which identifies the source or sources of funding and the amounts to be obtained regarding payment of the Perry Leff notes.

-- December 31, 1995

- ° extension of the termination date of DCPLP to at least December 31, 1999, unless the system has been disposed of to a transferee approved by the Director before the expiration date set forth in the DCPLP partnership agreement, or identification of a transferee of the West Maui cable franchise; and
- ° completion of a study regarding the need for and feasibility of a sixty-channel upgrade.

(c) Notwithstanding paragraphs 2.1(a) and 2.1(b), taken as a whole, the provisions of this Order represent the optimum balance of interests in this case. Each provision has been weighed and balanced to form an integrated document. The elimination of any portion of this Order would consequently undermine the entire document. Therefore, if any section, subsection, sentence, clause, phrase or other portion of this Order is, for any reason, declared invalid, in whole or in part, by any court, agency, commission, legislative body or other authority of competent jurisdiction, and the State determines that the unenforceable or unlawful provision(s) represent a substantial breach to the integral nature of this Order, then the franchise term for DCPLP will revert to:

- A five (5) year franchise (measured from the date the franchise was originally awarded if the invalidation occurs within the first two (2) years of operations); or
- A three (3) year franchise (measured from the date of the invalidation if such action occurs after the first two (2) years of operations, but in no event will the amended franchise term exceed the original franchise term)

CERTIFICATE OF SERVICE

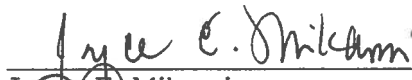
I hereby certify that a copy of the foregoing DECISION AND ORDER NO. 147 in Docket No. 90-08 was served upon the following parties at the addresses shown below by mailing the same, postage prepaid, on this 9th day of January, 1991:

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Joyce E. Mikami
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