



DEPARTMENT OF
STATE

CERTIFICATE OF
AMENDMENT

J. Byron A. Anderson,

Secretary of State of the State of Colorado, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

-----The Mountain States Telephone and Telegraph Company-----

duly signed and verified pursuant to the provisions of the Colorado Corporation Act, have been received in this office and are found to conform to law.

Accordingly the undersigned, as such Secretary of State, and by virtue of the authority vested in me by law, hereby issues this Certificate of Amendment and attaches hereto a duplicate original of the Articles of Amendment.

Dated this -----EIGHTH----- *day of* -----APRIL----- *A. D. 19* 66.

Byron A. Anderson
SECRETARY OF STATE

Fred Lach
BY _____ DEPUTY



ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
**THE MOUNTAIN STATES TELEPHONE
AND TELEGRAPH COMPANY**

Pursuant to the provisions of the Colorado Corporation Act, the undersigned corporation adopts these Articles of Amendment to its Articles of Incorporation:

- (1) The name of the corporation is The Mountain States Telephone and Telegraph Company.
- (2) The following amendment to the Articles of Incorporation was adopted by the shareholders:

That Article XI of the Articles of Incorporation be repealed.
- (3) The foregoing amendment to the Articles of Incorporation was adopted at the annual meeting of the shareholders of the corporation held on March 15, 1966, pursuant to due notice.
- (4) There were 49,342,772 shares of stock of the corporation outstanding at the time of the adoption of the foregoing amendment. All shares were common shares of the same class, and all shares were entitled to vote on the amendment.
- (5) The number of shares voted respectively for and against the foregoing amendment was as follows:

Voted For:	47,765,706
Voted Against:	50,643

Dated this 7th day of April, 1966.

THE MOUNTAIN STATES TELEPHONE AND
TELEGRAPH COMPANY

By W. K. Koch
President

and J. R. Spangler
Secretary

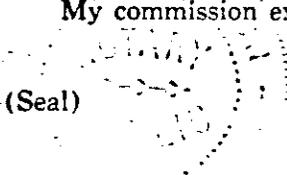


STATE OF COLORADO
CITY AND COUNTY OF DENVER } ss.

I, Willa M. Rowdon, a Notary Public, hereby certify that W. K. Koch and J. R. Spangler, known by me to be the President and Secretary respectively of The Mountain States Telephone and Telegraph Company and the persons who executed the foregoing Articles of Amendment to the Articles of Incorporation of said corporation, appeared before me this day in person and each, being by me duly sworn, acknowledged and declared that he signed said Articles of Amendment in behalf of said corporation and that the statements contained therein are true.

Witness my hand and notarial seal this 7th day of April, 1966.

My commission expires August 14, 1966.



Willa M. Rowdon
Notary Public

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF The Mountain States
Telephone and Telegraph Company

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DOMESTIC

FILED in the office of the Secretary of
State, of the State of Colorado on the
8th day of April A.D. 1966
BYRON A. ANDERSON
Secretary of State
Filing Clerk Robinson \$25.00
Old Age Pension Fund

RECORDED
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