



**Department of State.**

**CERTIFICATE OF AUTHORITY  
OF**

**THE NEW DIAL CORP.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE NEW DIAL CORP. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to THE NEW DIAL CORP. to transact business in this State under the name THE NEW DIAL CORP. and attach hereto a duplicate original of the Application for such Certificate.

Dated **February 6, 1992**



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*[Signature]*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

FEB 16 1992  
SECRETARY OF STATE

1. The name of the corporation is THE NEW DIAL CORP.
2. The name which it shall use in Idaho is THE NEW DIAL CORP.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware
4. The date of its incorporation is December 16, 1991 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is The Corporation Trust Corporation, 1209 Orange St., Wilmington, DE 19801
6. The address to which correspondence should be addressed, if different from that in item 5. Dial Tower, 1850 N. Central Avenue, Phoenix, AZ 85077
7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
To engage in any lawful act or activity for which corporations may be organized and incorporated under the General Corporation Law of the State of Idaho
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED LIST		

(continued on reverse)

**Address**

My Commission Expires Oct. 9, 1994

**THE NEW DIAL CORP.**  
(Incorporated in Delaware on December 18, 1991)

Dial Tower  
Phoenix, AZ 85077

(602) 207-6958

(602) 207-4000

NAME	TITLE	ADDRESS	TELEPHONE	TELEPHONE
<b>OFFICERS</b>				
John W. Teets	Chairman, President and Chief Executive Officer	Dial Tower Phoenix, AZ 85077-2420	(602) 207-5892	(602) 207-6060
Ermo S. Bartoletti	Vice President-Internal Auditing	Dial Tower Phoenix, AZ 85077-2027	(602) 207-5868	(602) 207-6082
Eugene W. Bronski	Vice President-Mergers and Acquisitions	Dial Tower Phoenix, AZ 85077-2045	(602) 207-5547	(602) 207-6080
James T. Corcoran	Vice President-Government Affairs	2000 "K" St., N.W., Suite 203 Washington, D.C. 20006	(202) 429-5565	(202) 223-8630
Frederick G. Emerson	Vice President and Secretary	Dial Tower Phoenix, AZ 85077-2427	(602) 207-5602	(602) 207-5627
Armen Ervanian	Vice President-Real Estate	Dial Tower Phoenix, AZ 85077-2109	(602) 207-2041	(602) 207-5629
William J. Hallinan	Vice President-Taxes	Dial Tower Phoenix, AZ 85077-2249	(602) 207-5480	(602) 207-5749
Joan F. Ingalls	Vice President-Human Resource Management	Dial Tower Phoenix, AZ 85077-2142	(602) 207-5455	(602) 207-6530
F. Edward Lake	Vice President-Finance	Dial Tower Phoenix, AZ 85077-2348	(602) 207-5100	(602) 207-5657
Robert A. Lang	Vice President-Human and Facility Resources	Dial Tower Phoenix, AZ 85077-2150	(602) 207-5455	(602) 207-5809
L. Gene Lemon	Vice President and General Counsel	Dial Tower Phoenix, AZ 85077-2212	(602) 207-5480	(602) 207-5732
April J. McKay	Vice President-Planning and Development	Dial Tower Phoenix, AZ 85077-2045	(602) 207-5547	(602) 207-5975
Ronald G. Nelson	Vice President-Treasurer	Dial Tower Phoenix, AZ 85077-2343	(602) 207-2633	(602) 207-5622
William H. Peltier	Vice President-Public Relations and Advertising	Dial Tower Phoenix, AZ 85077-2452	(602) 207-5900	(602) 207-5812
Arthur L. Rodriguez	Vice President-Insurance	Dial Tower Phoenix, AZ 85077-2123	(602) 207-5052	(602) 207-5419
Richard C. Stephan	Vice President-Controller	Dial Tower Phoenix, AZ 85077-2315	(602) 207-5665	(602) 207-5700
Richard B. Zoller	Vice President-Investments	Dial Tower Phoenix, AZ 85077-2346	(602) 207-5100	(602) 207-5659
Narottam K. Bhandari	Assistant Treasurer	Dial Tower Phoenix, AZ 85077-2342	(602) 207-2633	(602) 207-5612
Michael J. Brown	Assistant Controller	Dial Tower Phoenix, AZ 85077-2320	(602) 207-5665	(602) 207-5687
Carol Kotek	Assistant Secretary	Dial Tower Phoenix, AZ 85077-2427	(602) 207-5602	(602) 207-5681

**THE NEW DIAL CORP. (continued)**

NAME	TITLE	ADDRESS	ZIP	TELEPHONE
<b>DIRECTORS</b>				
Frederick G. Emerson	Director	Dial Tower Phoenix, AZ 85077-2427	(602) 207-5602	(602) 207-5627
L. Gene Lemon	Director	Dial Tower Phoenix, AZ 85077-2212	(602) 207-5480	(602) 207-5732
Peter J. Novak	Director	Dial Tower Phoenix, AZ 85077-2212	(602) 207-5480	(602) 207-5731

State of Delaware

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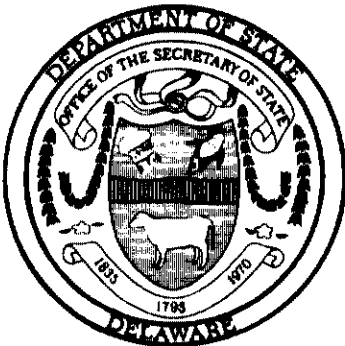
FEB 6 6 56 AM '92  
SECRETARY OF STATE

## Office of Secretary of State

I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE NEW DIAL CORP. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

\* \* \* \* \*



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*Michael Ratchford*

SECRETARY OF STATE

AUTHENTICATION: \*3328252

DATE: 01/30/1992