

State of Idaho

Department of State.

AMENDED CERTIFICATE OF AUTHORITY OF

THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY for an Amended 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 Amended Certificate of Authority to THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY to transact business in this State under the name THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated May 27, 19 30.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF AMENDMENT

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to the
ARTICLES OF INCORPORATION
of

THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY u
47)

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

FIRST: The name of the corporation is THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY.

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on April 15, 1980, in the manner prescribed by the Colorado Corporation Code:

RESOLVED, That Article IV of the Articles of Incorporation of the Company be amended to read as follows:

"The amount of authorized capital stock of the Company shall be One Billion Five Hundred Million Dollars (\$1,500,000,000) divided into one hundred twenty million (120,000,000) shares of the par value of twelve and one-half dollars (\$12.50) each."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 87,671,573; and the number of shares entitled to vote thereon was 87,671,573.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
None	

FIFTH: The number of shares voted for such amendment was 83,813,079 and the number of shares voted against such amendment was 318,351.

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
None		

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

No change

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows:

CO. 0.0.3.1.2

The foregoing amendment changes the authorized capital of the corporation from \$1,250,000,000.00 divided into 100,000,000 shares of the par value of \$12.50 each to \$1,500,000,000.00 divided into 120,000,000 shares of the par value of \$12.50 each. Stated capital is not affected.

DATED May 5, 1980

THE MOUNTAIN STATES TELEPHONE
AND TELEGRAPH COMPANY

By Laurence W. DeMuth, Jr.
Its Vice President

and Brian M. Bell
Its Assistant Secretary

STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)

Before me, Willa M. Rowdon, a Notary Public in and for the said County and State, personally appeared Laurence W. DeMuth, Jr. who acknowledged before me that he is the Vice President of THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY, a Colorado corporation and that he signed the foregoing Articles of Amendment as his free and voluntary act and deed for the uses and purposes therein set forth, and that the facts contained therein are true.

In witness whereof I have hereunto set my hand and seal this 7th day of May, A.D. 1980.

My Commission expires August 17, 1982.

Willa M. Rowdon
Notary Public

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