

STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of the Idaho Business Corporation Act, the undersigned corporation organized under the laws of the State of California submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Idaho.

1. The name of the corporation is PACTEL COMMUNICATIONS COMPANIES
2. The street or RFD address of its present registered office is 300 North 6th Street, Boise, Idaho 83701
3. The street or RFD address to which its registered office is to be changed is One Capital Center, 999 Main Street, Boise, Idaho 83702
4. The name of its old registered agent is C T Corporation System
5. The name of its new registered agent is The Prentice-Hall Corporation System, Inc.
6. The address of the registered office and the business address of the registered agent are identical.
7. The foregoing change was authorized by resolution of the board of directors.

Dated June 30, 19 87

PACTEL COMMUNICATIONS COMPANIES

By G. L. Sheffield

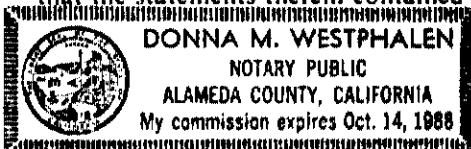
Title: G. L. Sheffield - President
(Must be signed by an officer of the corporation)

STATE OF CALIFORNIA)

COUNTY OF CONTRA COSTA) ss:

I, DONNA M. WESTPHALEN, a notary public, do hereby certify that on this 30th day of JUNE, 19 87, personally appeared before me G. L. SHEFFIELD, who being by me first duly sworn, declared that he is the PRESIDENT of PACTEL COMMUNICATIONS COMPANIES

that he signed the foregoing document as PRESIDENT of the corporation and that the statements therein contained are true.



Donna M. Westphalen
Notary Public