



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

GEM STATE TELEPHONE, INC.

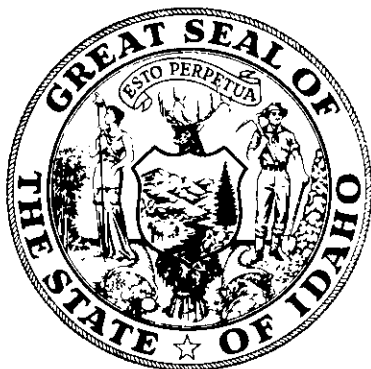
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

GEM STATE TELEPHONE, INC.

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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ **March 24, 1986** . 19 _____



Pete T. Cenarrusa

SECRETARY OF STATE

Lucy J. Clark

Corporation Clerk

ARTICLES OF AMENDMENT
OF
GEM STATE TELEPHONE, INC.

RECEIVED
SEC. OF
MAR 24 1986
I, the undersigned, being a natural person of the age of eighteen years
or more and the incorporator of Gem State Telephone, Inc., an Idaho corporation
which has not yet issued shares, for the purpose of amending the Articles
of Incorporation of said corporation, hereby certify and adopt in duplicate
the following Articles of Amendment.

Article 1. The name of the corporation is Gem State Telephone, Inc.

Article 2. Article IV. of the Articles of Incorporation relating to the capital
stock of the corporation is hereby amended to provide that:

The aggregate number of shares which the corporation is authorized to
issue is one million shares, of one class only, without par value. There shall
be no preferred stock.

Article 3. The date of adoption of this amendment is March 10, 1986.

Article 4. There are at this time no outstanding shares.

IN WITNESS WHEREOF, the incorporator has set his hand in duplicate
this 10 day of March, 1986.

Paul Nicholas Redington
PAUL NICHOLAS REDINGTON

STATE OF IDAHO)
) ss.
County of Latah)

I, Frances H. Thompson, a Notary Public, do hereby certify that on
the 10th day of March, 1986, personally appeared before me PAUL NICHOLAS
REDINGTON, who, being by me first duly sworn, declared that he is the
incorporator of GEM STATE TELEPHONE, INC., that he signed the foregoing
document as such incorporator, and that the statements therein contained are
true.

[Signature]
NOTARY PUBLIC for Idaho,
residing at Moscow

My commission expires: 9/28/87

ARTICLES OF AMENDMENT