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ARTICLES OF AMENDMENT (General Business)

FILED/EFFECTIVE

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned
corporation amends its articles of incorporation as follows:

1. The name of the corporation is:

CenturyTel of the Gem State, Inc.

2. The text of each amendment is as follows:

Article VI. That the term of the Corporation shall be perpetual.

02 DEC -2 AM 11:41

RECEIVED
SECRETARY OF STATE
STATE OF IDAHO

3. The date of adoption of the amendment(s) was: November 26, 2002

4. Manner of adoption (check one):

The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

None of the corporation's shares have been issued and was, therefore, adopted by the
 incorporator board of directors.

The number of shares outstanding and entitled to vote was _____.

The number of shares cast for and against each amendment was:

Amended article Shares for Shares against

Customer Acct #:
(If using pre-paid account)

Secretary of State use only

Dated: November 26, 2002

Signed: Kay C. Buchart

Typed Name: Kay C. Buchart

Capacity: Secretary

General Business
12/02/2002

IDaho SECRETARY OF STATE
12/02/2002 05:00
CK: 68286 CT: 20168 BH: 648934
1 0 30.00 = 30.00 AMEND PROF # 2
1 0 20.00 = 20.00 EXPEDITE C W 3

C 26302 TOTAL P.02