

STATE OF CALIFORNIA



FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

SEP 25 1969

DEPARTMENT OF STATE, JOHN KOONTZ, SECRETARY OF STATE

John Koontz
No. 148-54

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

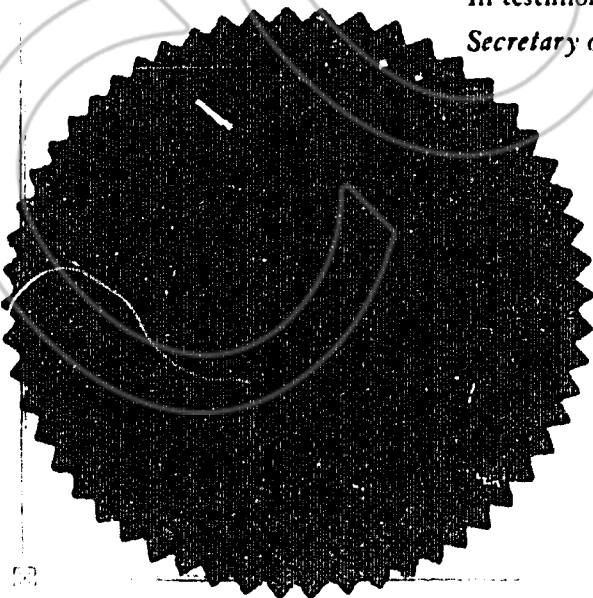
That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,

this SEP 11 1969

Frank M. Jordan
Secretary of State

By *W.P. Allen*
Assistant Secretary of State



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ENDORSED
FILED
In the office of the Secretary of State
of the State of California
SEP 11 1969
FRANK M. JORDAN, Secretary of State
By Bill Morris, Dep.

CERTIFICATE OF OWNERSHIP

CONTINENTAL TELEPHONE COMPANY OF CALIFORNIA, a
California corporation, hereby certifies that:

1. Said Continental Telephone Company of California owns all the outstanding stock of Golden State Telephone Company, a California corporation which is engaged in business similar or incidental to that of said Continental Telephone Company of California.

2. At a regular meeting of the Board of Directors of said Continental Telephone Company of California duly called and held, the following resolution was duly adopted by a majority of said Board of Directors to merge said Golden State Telephone Company into said Continental Telephone Company of California and to assume all its obligations:

WHEREAS, it is deemed advisable and for the best interests of this corporation and its shareholders that Golden State Telephone Company be merged into this corporation;

NOW, THEREFORE, BE IT RESOLVED that effective upon the filing of the necessary Certificate of Ownership, this corporation shall merge Golden State Telephone Company into itself and shall assume all of the obligations of said corporation, pursuant to Section 4124, as amended, of the Corporations Code of the State of California.

3. Said meeting of the Board of Directors of said Continental Telephone Company of California at which the foregoing resolutions were adopted, was held at Ridgecrest, California, at 10:00 o'clock A.M., on the 1st day of August, 1969; the number of directors of said Continental Telephone

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Company of California is seven (7); there were at all times present and acting at said meeting six (6) of said directors, constituting a quorum of said Board; all of said directors present at said meeting voted in favor of adoption of said resolutions and none of said directors voted against adoption thereof.

IN WITNESS WHEREOF, Continental Telephone Company of California has executed this Certificate of Ownership this 11th day of September, 1969.

CONTINENTAL TELEPHONE COMPANY
OF CALIFORNIA

[Seal]

By /s/ Stephen C. Jones
Vice President

By /s/ Pat Darneal
Assistant Secretary

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STATE OF CALIFORNIA)
) 98
COUNTY OF KERN)

 Stephen C. Jones and Pat Darneal , being
first duly sworn, each for himself, deposes and says:
 ^{Jones}
That said Stephen C./ is, and was at all of the
times mentioned in the foregoing Certificate of Ownership,
Vice President of Continental Telephone Company of California,
the California corporation therein mentioned, and said
 Pat Darneal is, and was at all of said times, the Assistant
Secretary of said Corporation; that each has read said
Certificate and that the matters set forth therein are true
of his own knowledge, and that the signatures purporting
to be the signatures of said Vice President and Assistant
Secretary thereto are the genuine signatures of said Vice
President and Assistant Secretary, respectively.

 /s/ Stephen C. Jones

 /s/ Pat Darneal

Subscribed and sworn to before me
this 11th day of September, 1969.

 /s/ Hortense C. Brown
NOTARY PUBLIC in and for the
County of Kern ,
State of California

My Commission expires: 11-21-1972

{Seal}

CERTIFIED COPY
OF

CERTIFICATE OF OWNERSHIP
MERGING
GOLDEN STATE TELEPHONE COMPANY
(A California Corporation)

into
CONTINENTAL TELEPHONE COMPANY
OF CALIFORNIA
(A California Corporation)

INDEXED

FILED AT THE REQUEST OF

James E. Crafts, Jr.
ORRICK, HERRINGTON, ROWLEY
& SUTCLIFFE
405 Montgomery St.
San Francisco, Calif 94104

September 25, 1969

(DATE)

John Koontz

JOHN KOONTZ, SECRETARY OF STATE

[Signature]
(BY) DEPUTY SECRETARY OF STATE

No. 148-54

FILING FEE \$ 25.00

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COPY

REQUESTED BY
WESTERN TITLE COMPANY, INC.
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'90 JUL 10 P3:28

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SUZANNE BEAUDREAU
RECORDER

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\$10.00 P.K. DEPUTY

STATE OF NEVADA
DEPARTMENT OF
STATE

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

DATED: JUL 10 1990

Frankie Sue Del Papa
FRANKIE SUE DEL PAPA
Secretary of State

BY *Ryan Hadjipant*