

FILING FEE: \$50.00
BY: ALLISON, MACKENZIE, HARTMAN
P.O. BOX 646
CARSON CITY, NV 89702



State
of
California
OFFICE OF THE SECRETARY OF STATE

NO. 148-54
SECRETARY OF STATE
148-54

CORPORATION DIVISION

I, MARCH LONG FU, Secretary of State of the State of California, hereby certify:

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

IN WITNESS WHEREOF, I have signed
this certificate, and affixed the Great
Seal of the State of California, this

FEB 19 1988



March Long Fu

229877

BOOK 730 PAGE 1109

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CONTINENTAL TELEPHONE COMPANY OF CALIFORNIA,
a California Corporation

FILED [unclear]
MAY 19 19 12 Secretary of State

J.A. Moffitt and Kenneth D. Veltch certify

that:

1. They are the duly elected and acting
Vice President, Treasurer and Secretary
respectively, of said corporation.

2. The Articles of Incorporation of said
corporation shall be amended by revising Article FIRST to read
as follows:

FIRST: The name of this corporation is
Contel of California, Inc.

3. The foregoing amendment has been approved by
the Board of Directors of said corporation.

4. The foregoing amendment was approved by the
required vote of the shareholders of said corporation in
accordance with Section 902 of the California General
Corporation Law; the total number of outstanding shares of the
class entitled to vote with respect to the foregoing amendment
was comprised of 2,503,667 Common shares and 42,443 Preferred
shares, and the number of shares of the class voting in favor
of the foregoing amendment equaled or exceeded the vote

6012a

L

229877
BOOK 790 PAGE 1110

L

required, such required vote being a majority of the class entitled to vote on the matter.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on December 11, 19 87.

J.A. Moffit
Signature

J.A. Moffit
Name

Vice President, Treasurer
Title

Kenneth D. Keitch
Signature

Kenneth D. Keitch
Name

Secretary
Title

229877

BOOK 790 PAGE 1111

OFFICE OF THE SECRETARY OF STATE
STATE OF NEVADA

FILED

DISTRICT CLERK OF THE SECRETARY OF STATE
This form should accompany a Certificate of filing of any charter document to the Articles of Incorporation of a foreign corporation qualified to do business in Nevada).

FEB 20 1988

Name of Corporation: Contel of California, Inc.

Incorporated under the laws of the state of California

Date qualified to do business in Nevada: MARCH 1, 1987

3. Mailing address of corporation in state of California - 16071 Mojave Drive, Victorville, CA. 92392

4. Date of filing of Amending Document: Feb 10, 1988

6. Document filed for the purpose of: Changing name from "Continental Telephone Company of California"

(Indicate any increase or decrease of authorized capital, change of name or change in general purposes).

Please submit with original certificate of filing from state of origin.

Kenneth D. Veitch
Kenneth D. Veitch
Controller

Name & title

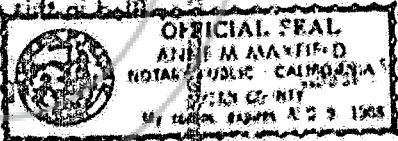
Date February 24, 1988

state of California ss.

Kern

STATE OF NEVADA
February 24, 1988
Kenneth D. Veitch, who acknowledged that he executed the

Notary Public



Jane M. Mayfield
Notary Public

FRANKIE SUE DEL TAY
Notary Public

229877

BOOK 790 PAGE 1112

FILE 1. 087

COPY

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

90 JUL 10 P3:30

229877

SUZANNE BEAUDREAU
RECORDED

BOOK 790 PAGE 1113 \$ 9.00 OK 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 *Lynn D. Hodgson*