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Secretaries, and this bond to be dated the first day
of _____, 19_____.

OREGON-WASHINGTON TELEPHONE
COMPANY

By _____
President

ATTEST:

Secretary

Form of Series E Coupon Bond

No. _____ \$1,000

OREGON-WASHINGTON TELEPHONE COMPANY

First Mortgage Bond, Series E

Due June 1, 1989

OREGON-WASHINGTON TELEPHONE COMPANY, a corporation of the State of Oregon (hereinafter called the Company), for value received, hereby promises to pay to bearer, or, if this bond be registered as to principal, then to the registered owner hereof, on the first day of June, 1989, the principal sum of One Thousand Dollars (\$1,000) and to pay interest thereon from the date hereof at the rate of five and one-eighth per cent ($5\frac{1}{8}\%$) per annum, payable semiannually on the first day of June and on the first day of December in each year until said principal sum is paid, but, until maturity hereof, only upon the presentation and surrender of the interest coupons hereto appertaining as they severally become due. Both the principal of and the interest on this bond shall be payable at the main office of Peoples National Bank of Washington in Seattle, in Seattle, Washington, or at the main office of its successor as corporate trustee in the trust hereinafter referred to, in lawful money of the United States of America.