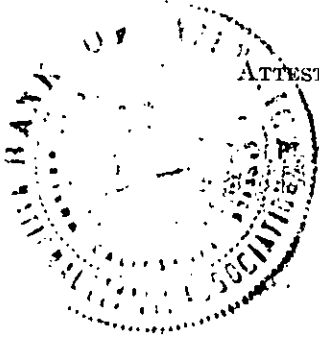


BANK OF AMERICA NATIONAL TRUST  
AND SAVINGS ASSOCIATION

By *[Signature]* Trust Officer.



ATTEST: *[Signature]*  
Asst. Trust Officer.

*William W. Bertram* Seal  
William W. Bertram

AFFIDAVIT OF GOOD FAITH

STATE OF WASHINGTON )  
COUNTY OF SNOHOMISH ) ss.:

The undersigned, being duly sworn on oath depose and state that they are the Vice President and Secretary respectively of the aforesaid WEST COAST TELEPHONE COMPANY, a corporation, and that they make this Affidavit in its behalf, and are authorized so to do; and that the within Seventeenth Supplemental Indenture is made in good faith, and without any design to hinder, delay or defraud creditors.

*[Signature]*  
Ross W. Anderson, Vice President

*[Signature]*  
C. O. Hilen, Secretary

SUBSCRIBED AND SWORN TO before me this 21 day  
of January, 1965.

*[Signature]*  
Notary Public in and for the State  
of Washington, residing at Everett

