

AFFIDAVIT OF GOOD FAITH

STATE OF CALIFORNIA }
COUNTY OF SAN FRANCISCO } ss.:

The undersigned, being duly sworn on oath depose and state that they are the 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 Eighteenth Supplemental Indenture is made in good faith, and without any design to hinder, delay or defraud creditors.

Russell J. Loveland
Russell J. Loveland, President

[CORPORATE SEAL]

E. J. Thierer
E. J. Thierer, Secretary

SUBSCRIBED AND SWORN To before me this 5 day of December, 1966.

Irene Crespi

Notary Public in and for the City and County of San Francisco, State of California.

My Commission expires January 4, 1967

