

such terms and provisions, be issued upon and subject to such terms and conditions and be entitled to such rights and benefits, all as provided by the applicable terms and provisions of the Original Indenture.

SECTION 7. The Bonds of Series Q are (subject to the provisions of Section 9 of Article I of the Indenture) to be substantially in the following form:

(FORM OF BOND)

GENERAL TELEPHONE COMPANY OF THE NORTHWEST, INC.  
First Mortgage Bond,  
6¼% Series Q Due 1998

No. RQ..... \$.....

GENERAL TELEPHONE COMPANY OF THE NORTHWEST, INC., a corporation organized and existing under and by virtue of the laws of the State of Washington (hereinafter called the "Company"), for value received, hereby promises to pay to ..... the registered holder hereof, on the 1st day of September, 1998, unless this bond is sooner redeemed, ..... Dollars (\$.....) and to pay interest thereon from the date hereof, at the rate of six and one quarter per cent (6¼%) per annum until the payment of said principal sum, semi-annually on the first day of March and on the first day of September in each year.

Such interest shall accrue from the date hereof, unless such date is an interest payment date and the Company shall default in the payment of the interest then due, in which case interest hereon shall accrue from the first day of March or the first day of September next preceding the date hereof. The interest so payable on any interest payment date will, subject to certain exceptions provided in the Indenture hereinafter referred to, be paid to the person in whose name this Bond (or any Bond or Bonds of Series Q evidencing the same debt) is registered at the close of business on the 13th day of February or the 16th day of August, as the case may be, next preceding such interest payment date. Both the principal of and the interest on this Bond shall be payable at the office or agency of the Company in the City of San Francisco, State of California, in any coin or currency of the United States of America which at the time of payment is legal tender for public and private debts.

This bond is one of an authorized issue of bonds of the Company, limited to the aggregate principal amount of One Hundred Million