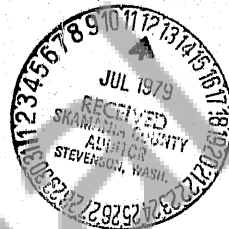


RESIGNATION OF TRUSTEE

Peoples National Bank of Washington,
formerly Peoples National Bank of Washington
in Seattle, a national banking association
1414 Fourth Avenue
Seattle, Washington 98101

United Telephone Company of the Northwest,
formerly Oregon-Washington Telephone
Company, an Oregon corporation
601 State Street
Hood River, Oregon 97031



Gentlemen:

The undersigned, Robert G. Perry, individual trustee under the terms of that certain Indenture of Mortgage and Deed of Trust dated as of January 1, 1946, made and entered into between United Telephone Company of the Northwest, an Oregon corporation, under its then corporate name of Oregon-Washington Telephone Company, as mortgagor, to Peoples National Bank of Washington, a national banking association under its then corporate name of Peoples National Bank of Washington in Seattle, corporate trustee, and E. L. Blaine, Jr., who was succeeded by Robert G. Perry as individual trustee, and collectively as mortgagee, does hereby certify to you and each of you his resignation from office as individual trustee under the mortgage indenture aforesaid, said resignation being irrevocable and effective forthwith.

This resignation from office as individual trustee extends, not only to the Original Indenture of Mortgage and Deed of Trust of January 1, 1946, hereinabove mentioned, but also to resignation from office as individual trustee under each of the now existing sixteen Supplements to such Original Indenture of Mortgage and Deed of Trust, the first eight of which are executed by mortgagor under the corporate name of Oregon-Washington Telephone Company, former corporate name of United Telephone Company of the Northwest, and dated, respectively, April 1, 1948, January 1, 1951, September 1, 1954, June 1, 1959, July 1, 1960, December 1, 1960, June 1, 1962 and September 1, 1964; and the ninth through sixteenth of which are executed under the present corporate name of United Telephone Company of the Northwest, as mortgagor, and dated, respectively, April 1, 1966, December 1, 1967, March 1, 1969, July 1, 1971, February 1, 1972, August 1, 1973, September 1, 1974, and February 1, 1977.

DATED this 11th day of June, 1979.

Robert G. Perry
Robert G. Perry

STATE OF WASHINGTON)
) ss.
County of King)

On this 11th day of June, 1979, before me, the undersigned officer, personally appeared Robert G. Perry, to me known to be the individual described in and who executed the within and foregoing RESIGNATION OF TRUSTEE and acknowledged that he executed and signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal this the day and year first in this my certificate written.

88933

Randall V. Fey
Notary Public for Washington Residing
at Seattle.

My Commission Expires: 1/30/83

COUNTY OF KING

I HEREBY CERTIFY THAT THE WITHIN

INSTRUMENT OF WRITING, FILED BY

United Telephone

OF

AT 1:20 P.M. July 12, 1979

WAS RECEIVED IN BOOK 7

OF King AT PAGE 154

RECORDS OF KING COUNTY, WASH.

SP Todd

COUNTY AUDITOR

W. Walters

REGISTERED	<input checked="" type="checkbox"/>
INDEXED	<input checked="" type="checkbox"/>
SERIALIZED	<input checked="" type="checkbox"/>
FILED	<input checked="" type="checkbox"/>
JUL 12 1979	
FBI - SEATTLE	