ACCEPTANCE OF APPOINTMENT AS INDIVIDUAL TRUSTEE

Mr. Robert G. Perry United Telephone Company of the Northwest Peoples National Bank of Washington

Gentlemen:

This instrument will serve to make a record to you, and to each of you, the acceptance of the undersigned to appointment by Joshua Green, III, President of Feoples National Bank of Washington, a national banking association, formerly Peoples National Bank of Washington in Seattle, as individual trustee, successor to Robert G. Perry resigned, appointment being made under the provisions of section 16.09 of that cartain Indenture of Mortgage and Deed of Trust, dated as of January 1, 1946, made and executed by 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 comporate name of Peoples National Bank of Washington in Seattle, as corporate trustee, and E. L. Blaine, Jr., who was succeeded by Robert G. Perry as individual trustee, such trustees being collectively referred to as mortgagee; appointment as muccessor trustee, as aforesaid, extending to office as trustee successor to Robert G. Perry, resigned under the terms of the sixteen Supplements to the Original Indenture of Mortgage and Deed of Trust, above referred to, 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; and all future Supplements to such Original Indenture of Mortgage and Devad of Trust, dated as of January 1, 1946.

This acceptance of appointment is promulgated and made of record under the provisions of section 16.10 of the Original Indenture of Mortgage and Deed of Trust of January 1, 1946, above referred to.

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DATE

IN TESTIMONY WHEREOF, I have hereunto set my hand on this, the 11th day of June, 1979.

> ld Greenfield, Trustee Successor to

Robert G. Perry, Trustee Resigned

STATE OF WASHINGTON) County of King

On this 11th day of June, 1979, before me, the undersigned officer, personally appeared DONALD GREENFIELD, to me known to be the individual described in and who executed the within and foregoing ACCEPTANCE OF APPOINTMENT AS INDI-VIDUAL TRUSTEE and acknowledged that he executed and signed the same as his free and voluntary act and deed for the purposes and uses therein mentioned.

> Notary Public for Washington Residing at Seattle My Commission Expires May 10, 1950

Delivery by Donald Greenfield to each of the undersigned of an executed counterpart of the foregoing instrument of ACCEPTANCE OF APPOINTMENT AS INDIVIDUAL TRUSTEE is hereby accepted by each of the undersigned on the dates set opposite signature of or in behalf of the undersigned.

DATED: Some 11, 1979

Individual Trustee Resigned

DATED: // 1975 UNITED TELEPHONE COMPANY OF THE NORTHWEST, an Oregon corporation, formerly Oregon-Washington Telephone Company

By R. M. Crockett, President

DATED: Man 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTON By Man 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTON By Man 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTON BY Man 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTON BY Man 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTON BY MAN 1, 1975 PEOPLES NATIONAL BANK OF WASHINGTO

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ACCEPTANCE OF APPOINTMENT AS INDIVIDUAL TRUSTEE

Mr. Robort G. Perry United Welephone Company of the Worthwest Peoples National Bank of Washington

Gerrtlemen:

This instrument will serve to make a record to you, and to each of you, the acceptance of the undersigned to appointment by Joshua Green, III, President of Peoples National Bank of Washington, a mational banking association, formerly Peoples National Bank of Washington in Seattle, as individual trustee, successor to Robert G. Perry resigned, appointment being made under the provisions of section 16.09 that certain Indenture of Mortgage and Deed of Trust, Lated as of January 1, 1946, made and executed by 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, as corporate trustee, and E. L. Blaine, Jr., who was succeeded by Robert G. Perry as individual trustee, such trustees raing collectively referred to as mortgagee; appointment as successor trustee, as aforesaid, extending to office as trustee successor to Robert G. Perry, resigned under the terms of the sixteen Supplements to the Original Indenture of Mortgage and Deed of Trust, above referred to, 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; and all future Supplements to such Original Indenture of Mortgage and Deed of Trust, dated as of January 1, 1946.

This acceptance of appointment is promulgated and made of record under the provisions of section 16.10 of the Original Indenture of Mortgage and Deed of Trust of January 1, 1946, above referred to.

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IN TESTIMONY WHEREOF, I have hereuato set my hand on this, the lith day of June, 1979.

Donald Greenfield, Individual
Trustee Successor to
Robert G. Perry, Trustee Resigned

STATE OF WASHINGTON)
) ss
County of King)

On this lith day of June, 1979, before me, the undersigned officer, personally appeared DONALD GREENFIELD, to me known to be the individual described in and who executed the within and foregoing ACCEPTANCE OF AFPOINTMENT AS INDIVIDUAL TRUSTEE and acknowledged that he executed and signed the same as his free and voluntary act and deed for the purposes and uses therein mentioned.

Notary Public for Washington
Residing at Seattle
My Commission Expires: My 10, 1976

Delivery by Donald Greenfield to each of the undersigned of an executed counterpart of the foregoing instrument of ACCEPTANCE OF APPOINTMENT AS INDIVIDUAL TRUSTEE is hereby accepted by each of the undersigned on the dates set opposite signature of or in behalf of the undersigned.

DATED: Same 11, 1979

Robert G. Perry

Individual Trustee Resigned

DATED: 7/10/79	UNITED TELEPHONE COMPANY OF THE NORTHWEST, an Oregon corporation, formerly Oregon-Washington Telephone Company
	By
DATED: Jun. 11, 1979	PEOPLES NATIONAL BANK OF WASHINGTON
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