

20-00
~~No Fee~~

Corp. I.D. # _____

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

AMERICAN TELEPHONE AND TELEGRAPH COMPANY

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
New York, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is
AMERICAN TELEPHONE AND TELEGRAPH COMPANY

SECOND: The address of its present registered office is
111 Westminster Street, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
c/o The Prentice-Hall Corporation System, Inc.
Suite 900, 170 Westminster Street, Providence, Rhode Island 02903.

FOURTH: The name of its present registered agent is
C T Corporation System

FIFTH: The name of its successor registered agent is
The Prentice-Hall Corporation System, Inc.

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated November 30, 19 91

AMERICAN TELEPHONE AND TELEGRAPH COMPANY

By *Robert E. Scannell*
Robert E. Scannell
Its Vice President

STATE OF *New Jersey* }
COUNTY OF *Somerset* } Sc.

At *Rushy Ridge* in said county on this *30th* day
of *November*, 19 *91*, personally appeared before me
R. E. Scannell, who, being by me first duly sworn, declared that he
is the *Vice President* of AMERICAN TELEPHONE AND TELEGRAPH COMPANY
that he signed the foregoing document as *Vice President* of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

John P. Callahan
Notary Public

MA COVENANT OF THE STATE OF MASSACHUSETTS
RECORDS PUBLIC OR PRIVATE
1890 & 1900

REC'D
DEC 11 11 30 AM '91
TATE
DEC # 71115