

Mail to: Secretary of State

For office use only

Corporations Section  
1560 Broadway, Suite 200  
Denver, CO 80202  
(303) 894-2251  
Fax (303) 894-2242

MUST BE TYPED  
FILING FEE: \$25.00  
MUST SUBMIT TWO COPIES

~~REJECTED~~  
~~20001132386 C~~  
~~\$ 75.00~~  
~~SECRETARY OF STATE~~  
~~07-05-2000 15:01:54~~

**CHANGE OF NAME**  
Please include a typed  
self-addressed envelope

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION

*DPC 1987105 4618*

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

*NC6)*

FIRST: The name of the corporation is U S WEST Communications, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted on July 5, 2000, as prescribed by the Colorado Business Corporation Act, in the manner marked with an X below:

- No shares have been issued or Directors Elected - Action by Incorporators
- No shares have been issued but Directors Elected - Action by Directors
- Such amendment was adopted by the board of directors where shares have been issued and shareholder action was not required.
- Such amendment was adopted by a vote of the shareholders. The number of shares voted for the amendment was sufficient for approval.

THIRD: If changing corporate name, the new name of the corporation is Qwest Corporation  
*20001132502 C*  
*\$ 75.00*  
SECRETARY OF STATE  
07-06-2000 07:34:54

FOURTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

If these amendments are to have a delayed effective date, please list that date: July 5, 2000  
(Not to exceed ninety (90) days from the date of filing)

U S WEST Communications, Inc.  
Signature *Yash A. Rana*  
Title Yash A. Rana, Assistant Secretary

Revised 7/95

COMPUTER UPDATE COMPLETE  
OM