Decision No. 28:11

BEFORE THE RAILROAD COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of)
ASSOCIATED TELEPHONE COMPANY, LTD.)
for an order authorizing it to issue)
certain securities.

Application No. 20,015

BY THE COMMISSION:

SECOND SUPPLEMENTAL ORDER

WHEREAS, the Railroad Commission by Decision No. 28098 dated July 8, 1935, authorized Associated Telephone Company, Ltd. to execute a supplemental trust indenture similar in form to the supplemental trust indenture filed in this proceeding on July 1, 1935; and

WHEREAS, applicant on July 10, 1935, filed with the Commission an amended copy of its supplemental trust indenture and reports that some of the amendments appearing therein were made to comply with the regulations of the New York Stock Exchange and others to remove ambiguities or inconsistencies; and

THEREAS, applicant asks permission to execute a supplemental trust /indenture similar in form to that filed on July 10, 1935; and

WHEREAS, the Commission has considered applicant's request and believes the same should be granted, as herein provided, therefore,

IT IS HEREBY ORDERED, that Associated Telephone Company, Ltd. be, and it is hereby, authorized to execute a supplemental trust indenture substantially in the same form as the supplemental trust indenture filed in this proceeding on July 10, 1935, provided that the authority herein granted is for the purpose of this proceeding only, and is granted only insofar as this Commission has jurisdiction

under the terms of the Public Utilities Act, and is not intended as an approval of said supplemental trust indenture as to such other legal requirements to which said supplemental trust indenture may be subject.

IT IS HEREBY FURTHER ORDERED that within thirty (30) days after the execution of the supplemental trust indenture herein authorized to be executed, Associated Telephone Company, Ltd. shall file with the Railroad Commission two (2) certified copies of said supplemental trust indenture.

DATED at San Francisco, California, this // day of July, 1935.

MB Lamo

Commissioners.