

Form - Supp. Mtge. (2)

Rev. 10/31/56

7-587

SUPPLEMENTAL MORTGAGE, dated as of December 29, 1960 ----, made by  
 W E G DIAL TELEPHONE, INC. ----  
 (hereinafter called the "Mortgagor"), a corporation organized and ----  
 existing under the laws of the  
 State of Kansas ----, to UNITED STATES OF AMERICA (hereinafter  
 sometimes called the "Mortgagee").

WHEREAS, the Mortgagor, for value received, has heretofore duly authorized  
 and executed, and has delivered to the Mortgagee, the following certain mortgage  
 notes (hereinafter collectively called the "Outstanding Notes"), all payable to the  
 order of the Mortgagee, in installments:

| <u>DATE</u>          | <u>PRINCIPAL AMOUNT</u> | <u>FINAL PAYMENT DATE</u> |
|----------------------|-------------------------|---------------------------|
| 1. December 7, 1951  | \$ 400,000              | December 7, 1986          |
| 2. September 2, 1951 | 68,000                  | September 2, 1988         |
| 3. February 2, 1956  | 85,000                  | February 2, 1991          |
| 4. July 9, 1956      | 200,000                 | July 9, 1991              |
| 5. June 1, 1957      | 49,000                  | June 1, 1992              |
| 6. June 6, 1957      | 150,000                 | June 6, 1992              |
| 7. June 3, 1958      | 300,000                 | June 3, 1993              |
| 8. December 19, 1959 | 200,000                 | December 19, 1994         |
| 9. December 28, 1960 | 130,000                 | December 28, 1995         |
| Total                | \$1,582,000; and        |                           |

WHEREAS, by the terms of a certain agreement (hereinafter called the  
 "Basis Date Agreement"), dated as of April 21, 1954, by and between the  
 Mortgagor and the Mortgagee, the portion, if any, of the principal amount of  
 the first of the Outstanding Notes advanced on or after the date of the Basis  
 Date Agreement is or will be payable in quarterly installments on or before 35  
 years after the date of the Basis Date Agreement; and

WHEREAS, the eighth and ninth of the Outstanding Notes were issued  
 under and pursuant to a certain mortgage (hereinafter called the "Mortgage")  
 dated as of December 19, 1959, made by the Mortgagor to the Mortgagee and all  
 of the Outstanding Notes are secured by the Mortgage; and