

authorized and approved by the Board of Directors of the Company, provided that the provisions set forth in said Original Indenture for the issuance of additional series of Bonds are met; and

WHEREAS, the Company desires in and by this Second Supplemental Indenture to provide for the issuance of an additional series of Bonds to be designated as the RTB First Mortgage Bonds, Series 1979 in the aggregate principal amount of \$4,725,000, to be issued and sold to the Rural Telephone Bank (hereinafter called the "Additional RTB Bonds"); and

WHEREAS, the issuance of the Additional RTB Bonds and the execution and delivery of this Second Supplemental Indenture have been authorized and approved by the Board of Directors of the Company; and

WHEREAS, the requirements set forth in the Indenture, for the issuance of the Additional RTB Bonds have been met and evidence thereof, as required by the Indenture, has been delivered to the Trustee; and

WHEREAS, all the conditions and requirements necessary to make this Second Supplemental Indenture, when duly executed and delivered, a valid, binding and legal instrument have been performed and fulfilled, and the execution and delivery of this Second Supplemental Indenture, in the form and with the terms and conditions hereof, have been in all respects duly authorized.

NOW, THEREFORE, THIS SECOND SUPPLEMENTAL INDENTURE WITNESSETH:

That, in order to declare the terms and conditions upon which the Additional RTB Bonds are to be issued and authenticated, and to secure the payment of the principal of and interest on said Bonds and the performance of all covenants and conditions contained in said Bonds and

1
0.025

4328 RV-2