AMENDMENT NO. 3
TO THE
RESTATED AGREEMENT AND DECLARATION OF TRUST
ESTABLISHING THE
LINE CONSTRUCTION BENEFIT FUND

Pursuant to the powers granted to them in Article IX, Section 9.01 of the
RESTATED AGREEMENT AND DECLARATION OF TRUST ESTABLISHING THE
LINE CONSTRUCTION BENEFIT FUND, do hereby amend the Restated Agreement
and Declaration of Trust, effective June 25, 2003, as follows:

1. Article V is amended by adding the following Section 5.07:

Section 5.07. Termination of Employer Participation. An Employer’s
participation in the Plan, whether through a collective bargaining agreement,
participation agreement or any other written agreement, may be terminated by the
Trustees if the Employer has not paid contributions or other amounts due pursuant to
this Article V or in accordance with any policy adopted by the Trustees from time to
time.

IN WITNESS WHEREOF, the undersigned Trustees have caused this
Amendment No. 3 to be executed on the date written opposite their respective names.

[Signatures and dates]