

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

97 JUN -6 PM 12:57

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT # P34272 (5)
1. Corporation Name
DIAL SERVICES, LTD., INC.



~~Principal Place of Business~~
~~855 SOUTH FEDERAL HIGHWAY~~
~~STE. 200~~
~~BOCA RATON FL 33432~~

~~Mailing Address~~
~~855 SOUTH FEDERAL HIGHWAY~~
~~STE. 200~~
~~BOCA RATON FL 33432-6133~~

3. Date Incorporated or Qualified **06/11/1991** 3a. Date of Last Report **01/31/1996**

2. Principal Place of Business
21 **3 High Ridge Office Park**
Suite, Apt., etc.

2a. Mailing Address
26 **3 High Ridge Office Park**
Suite, Apt. #, etc.

4. FEI Number **65-0255683** Applied For
Not Applicable

22 City & State
23 **Stamford CT**

27 City & State
28 **Stamford CT**

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

24 **06903** 25 **USA** 29 **06903** 30 **USA**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

g. Name and Address of Current Registered Agent
ROBERTSON, KENNETH H.
855 SOUTH FEDERAL HIGHWAY, SUITE 200
BOCA RATON FL 33432

10. Name and Address of New Registered Agent
81 Name **The Prentice-Hall Corporation Systems Inc**
82 Street Address (P.O. Box Number is Not Acceptable)
1201 Hays Street
83 **#105**
84 City **Tallahassee** FL 85 Zip Code **32301**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE *Keliorah W. Skipper* DATE **6-6-97**

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	PD	<input type="checkbox"/> DELETE
NAME	FRASER, ROBERT L.	
STREET ADDRESS	C/O 855 S. FEDERAL HWY., STE. 200	
CITY-ST-ZIP	BOCA RATON FL 33432-6133	
TITLE	C	<input type="checkbox"/> DELETE
NAME	CASE, WELDON W	
STREET ADDRESS	855 S. FEDERAL HWY., STE. 200	
CITY-ST-ZIP	BOCA RATON FL 33432-6133	
TITLE	VTD	<input type="checkbox"/> DELETE
NAME	ROBERTSON, KENNETH H.	
STREET ADDRESS	855 S. FED. HWY, #200	
CITY-ST-ZIP	BOCA RATON FL 33432-6133	
TITLE	V	<input type="checkbox"/> DELETE
NAME	IVESDAL, TRYGUE A	
STREET ADDRESS	855 S. FEDERAL HWY., STE. 200	
CITY-ST-ZIP	BOCA RATON FL 33432	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	See Attached
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	800002176818
6.3 STREET ADDRESS	-05/13/97--01073--005
6.4 CITY-ST-ZIP	***495.00

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

CR2E034 (9/96)

97.165.00

PP

COMPANY: DIAL SERVICES, LTD., INC.

NAME/ADDRESS

SOCIAL SECURITY #/TITLE

DIRECTORS

Leonard Tow
160 Lantern Ridge Road, New Canaan CT 06880

Chairman of the Board, Chief Executive Officer and Chief Financial Officer

Daryl A. Ferguson
Unit A13 420 Pitkin Hollow, Trumbull, CT 06611

President and Chief Operating Officer

Ronald E. Spears
390 Oenoke Ridge Road, New Canaan, CT 06840

President, Telecommunications

OFFICERS

Ronald E. Spears
390 Oenoke Ridge Road, New Canaan, CT 06840

President, Telecommunications

Robert J. DeSantis
222 Dudley Road, Wilton, CT 06897

Vice President, Treasurer, Chief Financial Officer & Assistant

Secretary

Robert S. Crum
14646 Guadalupe Dr, Rancho Murietta, CA 95683

Vice President

Edward O. Kipperman
18 Briar Cliff Road, Spring Valley, NY 10977

Vice President, Tax

J. Michael Love
78 Pine Hill #2, Stamford, CT 06906

Vice President, Corporate Planning

L. Russell Mitten, II
10 Banks Drive, Wilton, CT 06897

Vice President & Assistant Secretary

Robert L. O'Brien
377 Glenbrook Ave., Unit 8, Stamford, CT 06906

Vice President

Livingston E. Ross

1274 Village Avenue, Baldwin, NY 11510

Vice President & Controller

Ronald E. Walsh

21 Salem Road, Fairfield, CT 06430

Vice President & Assistant Secretary

Charles J. Weiss

90 Buckfield Lane, Greenwich, CT 06831

Secretary & Assistant Vice President

Laura L. DiPreta

12 Cobbler Lane, Norwalk, CT 06851

Assistant Vice President & Assistant
Controller

Mark T. Shine

7 Huckleberry Drive N., Norwalk, CT 06850

Vice President

Susan M. Redner

333 North State Road #47, Briarcliff Manor, NY 10510

Assistant Secretary

Daniel Lazarek

406 West Putnam Avenue
Greenwich, CT 06830

Vice President

Keith Gairman

22 Riverside Drive
New York, NY 10023

Vice President