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Secretary of State

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PROFIT
CORPORATION
ANNUAL REPORT
1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P34272**

1. Corporation Name

DIAL SERVICES, LTD

Principal Place of Business Mailing Address
855 S. FEDERAL HIGHWAY PO BOX 3801
STE. 200 STAMFORD CT 06905
BOCA RATON, FL 33432

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		JUNE 11, 1991	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		65-0255683	
City & State		City & State		Applied For	
23		28		Not Applicable	
Zip		Country		5. Certificate of Status Desired	
24		25		29	
29		30		8. This corporation owes the current year Intangible Personal Property Tax	
29		30		Yes No	

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 32301

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

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

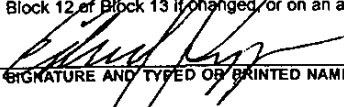
Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DIRECTOR	1.1	TITLE
NAME	DARYL FERGUSON	1.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	1.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT 06905	1.4	CITY - ST - ZIP
TITLE	DIRECTOR	2.1	TITLE
NAME	LEONARD TOW	2.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	2.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT. 06905	2.4	CITY - ST - ZIP
TITLE	DIRECTOR	3.1	TITLE
NAME	O. LEE JOBE	3.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	3.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT 06905	3.4	CITY - ST - ZIP
TITLE	PRESIDENT	4.1	TITLE
NAME	DARYL FERGUSON	4.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	4.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT 06905	4.4	CITY - ST - ZIP
TITLE	SECRETARY	5.1	TITLE
NAME	C.J. WEISS	5.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	5.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT 06905	5.4	CITY - ST - ZIP
TITLE	VICE PRESIDENT, TAX	6.1	TITLE
NAME	E.O. KIPPERMAN	6.2	NAME
STREET ADDRESS	3 HIGH RIDGE PARK	6.3	STREET ADDRESS
CITY - ST - ZIP	STAMFORD CT 06905	6.4	CITY - ST - ZIP

14. I 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, with all other like empowered.

SIGNATURE:  VICE PRESIDENT, TAX

Date 04/22/99 203-614-5600
Daytime Phone #

7934272
571895-90050-7

DIAL SERVICES, LTD.

OFFICERS & DIRECTORS LIST

DIRECTORS:

Daryl Ferguson, Leonard Tow, O. Lee Jobe

OFFICERS:

Daryl A. Ferguson	President and Chief Operating Officer
Robert J. DeSantis	Vice President, Treasurer, Chief Financial Officer and Assistant Secretary
O. Lee Jobe	Vice President - Communication Sector
Dale Register	Vice President
F. Wayne Lafferty	Vice President
Roberta Patterson	Vice President
Edward O. Kipperman	Vice President - Tax
L. Russell Mitten	Vice President, General Counsel and Assistant Secretary
James D. Ranton	Vice President
Livingston E. Ross	Vice President and Controller
Donald P. Weinstein	Vice President
E. Benjamin Buttolph	Vice President
Rick Hildebrandt	Vice President
Merton Bernabi	Vice President
L. Dodd Wells	Vice President
William O'Neill	Vice President
Charles J. Weiss	Secretary and Assistant Vice President
Kenneth C. Dering	Assistant Treasurer and Assistant Vice President
Laura L. DiPreta	Assistant Vice President and Assistant Controller
Susan M. Redner	Assistant Secretary
Barbara Snider	Assistant Secretary
Richard Tettelbaum	Assistant Secretary

Business Address for ALL the above Officers & Directors:

3 High Ridge Park
Stamford, CT 06905