

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

PROFIT CORPORATION  
ANNUAL REPORT  
1996



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

DOCUMENT # **857119 (2)**  
1. Corporation Name  
**BELLSOUTH ADVERTISING & PUBLISHING CORPORATION**



Principal Place of Business Mailing Address  
**59 EXECUTIVE PARK SOUTH SUITE 430 ATLANTA GA 30329 US**

3. Date Incorporated or Qualified **07/15/1983** 3a. Date of Last Report **02/14/1995**  
4. FEI Number **51-0270774** Applied For Not Applicable  
5. Certificate of Status Desired  **\$8.75 Additional Fee Required**  
6. Election Campaign Financing Trust Fund Contribution  **\$5.00 May Be Added to Fees**  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes  Yes  No

21. Principal Place of Business 2a. Mailing Address  
22. Suite, Apt. #, etc. 26. Suite, Apt. #, etc.  
23. City & State 27. City & State  
24. Zip Country 29. Zip Country 30. Zip Country

9. Name and Address of Current Registered Agent  
**CT CORPORATION SYSTEM  
1200 S. PINE ISLAND ROAD  
PLANTATION FL 33324**

10. Name and Address of New Registered Agent  
81. Name  
82. Street Address (P.O. Box Number is Not Acceptable)  
83.  
84. City FL 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS	
TITLE	P <input type="checkbox"/> DELETE
NAME	<b>PEROZZI, DONALD J.</b>
STREET ADDRESS	<b>59 EXEC. PK. DR. SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>
TITLE	V <input type="checkbox"/> DELETE
NAME	<b>CANNON, BILLY T.</b>
STREET ADDRESS	<b>59 EXEC. PK. DR. SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	<b>WHATLEY, CLEVELAND D</b>
STREET ADDRESS	<b>59 EXEC. PK. DR. SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>
TITLE	SVP <input checked="" type="checkbox"/> DELETE
NAME	<b>SGROSSO, VINCENT L.</b>
STREET ADDRESS	<b>59 EXEC. PK. DR. SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>
TITLE	T <input checked="" type="checkbox"/> DELETE
NAME	<b>LANDIS, JOAN C.</b>
STREET ADDRESS	<b>59 EXECUTIVE PARK SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>
TITLE	VPCF <input type="checkbox"/> DELETE
NAME	<b>LEMOND, G. FRANK</b>
STREET ADDRESS	<b>59 EXECUTIVE PARK SOUTH</b>
CITY-ST-ZIP	<b>ATLANTA GA</b>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	V <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	<b>Suzanne H. Detlefs</b>
1.3 STREET ADDRESS	<b>59 Executive Park South</b>
1.4 CITY-ST-ZIP	<b>Atlanta, GA 30329</b>
2.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	<b>Ronald E. Frieson</b>
2.3 STREET ADDRESS	<b>59 Executive Park South</b>
2.4 CITY-ST-ZIP	<b>Atlanta, GA 30329</b>
3.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	<b>Barry E. Mansell</b>
3.3 STREET ADDRESS	<b>59 Executive Park South</b>
3.4 CITY-ST-ZIP	<b>Atlanta, GA 30329</b>
4.1 TITLE	V/S <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	<b>Daniel J. Thompson, Jr.</b>
4.3 STREET ADDRESS	<b>59 Executive Park South</b>
4.4 CITY-ST-ZIP	<b>Atlanta, GA 30329</b>
5.1 TITLE	D <input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	<b>SEE ATTACHED SHEET FOR DIRECTORS</b>
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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.

SIGNATURE: *Daniel J. Thompson, Jr.* Daniel J. Thompson, Jr. 1/26/96 (404)982-7275  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)

**BAPCO BOARD OF DIRECTORS**

Mr. N. Carlton Baker, Jr., Director  
BellSouth Advertising & Publishing  
Corporation  
c/o BellSouth Telecommunications, Inc.  
South E9A1  
3535 Colonnade Parkway  
Birmingham, AL 35243

Ms. Suzanne H. Detlefs  
BellSouth Advertising & Publishing  
Corporation  
Suite 460  
59 Executive Park South  
Atlanta, GA 30329

Mr. Mark L. Feidler, Director  
BellSouth Advertising & Publishing  
Corporation  
Suite 1110  
1155 Peachtree St., NE  
Atlanta, GA 30367-6000

Ms. Sue Mills, Director  
BellSouth Advertising & Publishing  
Corporation  
15J09 Campanile  
1155 Peachtree St., NE  
Atlanta, GA 30367-6000

Mr. Roderick D. Odom, Jr., Director  
BellSouth Advertising & Publishing  
Corporation  
4516 Southern Bell Center  
675 W. Peachtree St., NE  
Atlanta, GA 30375

Mr. Donald J. Perozzi  
Chairman of the Board  
BellSouth Advertising & Publishing  
Corporation  
Suite 420  
59 Executive Park South, NE  
Atlanta, GA 30329