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Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # F94000001021 (4)

1. Corporation Name
BELLSOUTH INFORMATION SYSTEMS, INC. (BIS)



Principal Place of Business Mailing Address
1155 PEACHTREE ST. N.E. SUITE 1800 ATLANTA GA 30309-3610

3. Date Incorporated or Qualified **03/01/1994** 3a. Date of Last Report **04/16/1996**

21	2. Principal Place of Business	26	2a. Mailing Address	4.	FEI Number	Applied For
	Subs. Apt. #, etc.		Suite, Apt. #, etc.		58-1682672	Not Applicable
22	City & State	27	City & State	5.	Certificate of Status Desired	<input type="checkbox"/> \$8.75 Additional Fee Required
	Zip		Zip	6.	Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/> \$5.00 May Be Added to Fees
23	Country	28	Country	7.	This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
24	Country	29	Country	30		

9. Name and Address of Current Registered Agent

**THE PRENTICE HALL CORPORATION SYSTEM
 1201 HAYS STREET
 STE. 105
 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 _____ (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	S <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CADENHEAD, RANDALL J	1.2 NAME	
STREET ADDRESS	59 EXECUTIVE PARK KDR. S. STE. 430	1.3 STREET ADDRESS	See Attached
CITY-ST-ZIP	ATLANTA GA 30309-3610	1.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WALTON, GARY L	2.2 NAME	
STREET ADDRESS	1155 PEACHTREE ST., NE #1928	2.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA 30309-3610	2.4 CITY-ST-ZIP	
TITLE	AS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	IRVINE, JOYCE C	3.2 NAME	
STREET ADDRESS	1155 PEACHTREE ST. NE STE. 1800	3.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA 30309	3.4 CITY-ST-ZIP	
TITLE	DC <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HENRY, H C JR	4.2 NAME	
STREET ADDRESS	1155 PEACHTREE ST., NE, #2008	4.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA 30309	4.4 CITY-ST-ZIP	
TITLE	D <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PEROZZI, DONALD J	5.2 NAME	
STREET ADDRESS	59 EXECUTIVE PARK DR., S #420	5.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA 30329	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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 included 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: *Joyce Clower Irvine* **Joyce Clower Irvine** 3/4/97 (404) 249-4450
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**BELLSOUTH INFORMATION SYSTEMS, INC. (BIS)
ATTACHMENT TO ANNUAL REPORTS**

Directors:

H. C. Henry, Jr., Chairman
Suite 2008, 1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

William H. Williams
Suite 510, 1957 Lakeside Parkway
Tucker, Georgia 30084

Sue Mills
Suite 4431, 675 West Peachtree Street, N.E.
Atlanta, Georgia 30375

Ronald E. Frieson
Suite 460, 59 Executive Park Drive South
Atlanta, Georgia 30329

Russell S. Akins
Suite 3, 500 Northpark Town Center, 1100 Abernathy Road
Atlanta, Georgia 303028

Francine M. Pafumy
32 Perimeter Center East
Atlanta, Georgia 30346

J. R. Crouch
Suite 1918, 1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

Officers:

William H. Williams, President
Suite 510, 1957 Lakeside Parkway
Tucker, Georgia 30084

Randall J. Cadenhead, Secretary
Suite 430, 59 Executive Park Drive South
Atlanta, Georgia 30329

Gary L. Walton, Treasurer
Suite 1928, 1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610

Joyce Clower Irvine, Assistant Secretary
Suite 1800, 1155 Peachtree Street, N.E.
Atlanta, Georgia 30309-3610