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May 15 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # F94000004193 (8)

1. Corporation Name

GE CAPITAL COMMUNICATION SERVICES WHOLESALE CORPORATION

Principal Place of Business
6540 POWERS FERRY RD.
ATLANTA GA 30339

Mailing Address
6540 POWERS FERRY RD.
ATLANTA GA 30339-2833



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/12/1994	3a. Date of Last Report 05/01/1996
21	State, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 58-2116111	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD HADDAD, GREGG 6540 POWERS FERRY RD. ATLANTA GA 30339	11 TITLE	SEE Attached Sheet
NAME		12 NAME	
STREET ADDRESS		13 STREET ADDRESS	
CITY- ST- ZIP		14 CITY- ST- ZIP	
TITLE	VTD GALONCZYK, ALBIN 6540 POWERS FERRY RD. ATLANTA GA 30339	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY- ST- ZIP		2.4 CITY- ST- ZIP	
TITLE	V/D CLAIBOURNE, CARY J. 6540 POWERS FERRY ROAD ATLANTA GA 30339	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY- ST- ZIP		3.4 CITY- ST- ZIP	
TITLE	D LOREE, JAMES M 280 LONG RIDGE RD. STAMFORD CT 06927-9030	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY- ST- ZIP		4.4 CITY- ST- ZIP	
TITLE	S/V OGDEN, JOHN V. 280 LONG RIDGE RD. STAMFORD CT 06927-9030	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY- ST- ZIP		5.4 CITY- ST- ZIP	
TITLE		6.1 TITLE	
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 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: _____

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/15/97

Date

(770) 644-7774

Daytime Phone #

CR2E034 (9/96)

**Officers and Directors
GE Capital Communication Services Wholesale Corporation
(as of 2/28/96)**

**Gregg L. Haddad
6540 Powers Ferry Road
Atlanta, GA 30339**

President and Director

**John V. Ogden
260 Long Ridge Road
Stamford, CT 06927**

Secretary

**Albin Galonczyk
6540 Powers Ferry Road
Atlanta, GA 30339**

Treasurer and Director

**Cary C. Claiborne
6540 Powers Ferry Road
Atlanta, GA 30339**

Vice President and Director

**Meredith H. Gifford
6540 Powers Ferry Road
Atlanta, GA 30339**

Assistant Secretary

**William Brennan
260 Long Ridge Road
Stamford, CT 06927**

Vice President

**Robert J. Buckley
260 Long Ridge Road
Stamford, CT 06927**

Vice President

**Kenneth E. Kempson
260 Long Ridge Road
Stamford, CT 06927**

Assistant Treasurer

**John Amato
260 Long Ridge Road
Stamford, CT 06927**

Assistant Treasurer

**Patricia Lecouras
260 Long Ridge Road
Stamford, CT 06927**

Assistant Treasurer

GE Capital Communication Services Wholesale Corporation (cont'd)
(as of 2/28/96)

Gary J. Schulman
260 Long Ridge Road
Stamford, CT 06927

Assistant Treasurer

Judith Van Cleave
260 Long Ridge Road
Stamford, CT 06927

Assistant Treasurer