

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

FILED

May 16 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 # F95000003734 (9)

1. Corporation Name  
U S WEST PCS SERVICES, INC.



Principal Place of Business

7800 EAST ORCHARD ROAD #400  
ENGLEWOOD CO 80111

Mailing Address

7800 EAST ORCHARD ROAD #400-  
ENGLEWOOD CO 80111-2533

3. Date Incorporated or Qualified

08/02/1995

3a. Date of Last Report

07/23/1996

4. FEI Number

APPLIED FOR 84-1314415

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

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 #390

23 City & State

24 Zip

25 Country

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9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM  
1200 SOUTH 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)

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84 City

FL

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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. see attached also

OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	<del>PD</del>	<input type="checkbox"/> DELETE
NAME	LILLIS, CHARLES M	
STREET ADDRESS	7800 EAST ORCHARD ROAD., STE 200	
CITY, ST, ZIP	ENGLEWOOD CO	
TITLE	<del>S</del>	<input checked="" type="checkbox"/> DELETE
NAME	JAPHA, BARBARA M	
STREET ADDRESS	7800 EAST ORCHARD ROAD., STE 400	
CITY, ST, ZIP	ENGLEWOOD CO	
TITLE	<del>S</del>	<input checked="" type="checkbox"/> DELETE
NAME	ROELLIG, MARK D	
STREET ADDRESS	7800 EAST ORCHARD ROAD #200	
CITY, ST, ZIP	ENGLEWOOD CO 80111	
TITLE	<del>AS</del>	<input checked="" type="checkbox"/> DELETE
NAME	STEPHENS, TERRY K	
STREET ADDRESS	7800 EAST ORCHARD ROAD., STE 400	
CITY, ST, ZIP	ENGLEWOOD CO	
TITLE	<del>VT</del>	<input checked="" type="checkbox"/> DELETE
NAME	PETERS, JANICE G	
STREET ADDRESS	3350 161ST AVENUE, S.E.	
CITY, ST, ZIP	BELLEVUE WA	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY, ST, ZIP		

1.1 TITLE	Director	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Sharon L. Naylor	
2.3 STREET ADDRESS	7800 East Orchard Road, #200	
2.4 CITY-ST-ZIP	Englewood, CO 80111	
3.1 TITLE	President and Treasurer	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Timothy A. Samples	
3.3 STREET ADDRESS	7800 East Orchard Road, #200	
3.4 CITY-ST-ZIP	Englewood, CO 80111	
4.1 TITLE	Assistant Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Stephen E. Brillz	
4.3 STREET ADDRESS	7800 East Orchard Road, #390	
4.4 CITY-ST-ZIP	Englewood, CO 80111	
5.1 TITLE	Assistant Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Glenda M. Hajar	
5.3 STREET ADDRESS	7800 East Orchard Road, #200	
5.4 CITY-ST-ZIP	Englewood, CO 80111	
6.1 TITLE	Assistant Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Sean C. Lindsay	
6.3 STREET ADDRESS	7800 East Orchard Road, #390	
6.4 CITY-ST-ZIP	Englewood, CO 80111	

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:

*Diane M. Phillips*

Diane M. Phillips

4-30-97

(303) 804-6735

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (9/96)

Directors and Officers  
U S WEST PCS Services, Inc.

Charles M. Lillis    Director  
Primary : 7800 East Orchard Road  
Address : Suite 200  
Englewood, Colorado 80111

Timothy A. Samples                      President & Treasurer  
Primary : 7800 East Orchard Road  
Address : Suite 200  
Englewood, Colorado 80111

Sharon L. Naylor Secretary  
Primary : 7800 East Orchard Road  
Address : Suite 200  
Englewood, Colorado 80111

Stephen E. Brilz    Assistant Secretary  
Primary     : 7800 East Orchard Road  
Address    : Suite 390  
            Englewood, Colorado 80111

Glenda M. Hajar Assistant Secretary  
Primary : 7800 East Orchard Road  
Address : Suite 390  
Englewood, Colorado 80111

**Sean C. Lindsay**                      Assistant Secretary  
Primary : 7800 Orchard Road  
Address : Suite 390  
Englewood, CO 80111

Diane M. Phillips                                  Assistant Secretary  
Primary : 7800 East Orchard Road  
Address : Suite390  
Englewood, Colorado 80111