


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

FILED

Apr 10 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000001547

1. Corporation Name
BellSouth.net Inc.

Principal Place of Business Mailing Address

3. Date Incorporated or Qualified 3/26/96
3a. Date of Last Report

2. Principal Place of Business 21 600 West Peachtree St.
2a. Mailing Address 26 600 West Peachtree St.

4. FEI Number 58-2222579
Applied For Not Applicable

22 Suite 260
Atlanta, Georgia
27 Suite 260
Atlanta, Georgia

5. Certificate of Status Desired \$8.75 Additional Fee Required

23 Zip 24 30375 Country 25 US
28 Zip 29 30375 Country 30 US

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

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

The Prentice Hall Corporation System, Inc.
1201 Hayes Street
Suite 105
Tallahassee, Florida 32301

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

(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	D	11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	C.S. Boren	12 NAME	
STREET ADDRESS	1155 Peachtree Street, Suite 2004	13 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30309	14 CITY-ST-ZIP	
TITLE	DC	21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Robert L. Papell, II	22 NAME	
STREET ADDRESS	675 W. Peachtree Street, Suite 4507	23 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30375	24 CITY-ST-ZIP	
TITLE	DP	31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	John G. Robinson	32 NAME	
STREET ADDRESS	600 West Peachtree Street, Suite 260	33 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30308	34 CITY-ST-ZIP	
TITLE	D	41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Charles D. Lathram	42 NAME	
STREET ADDRESS	675 W. Peachtree Street, Suite 4431	43 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30375	44 CITY-ST-ZIP	
TITLE	T	51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	F. Wayne French	52 NAME	
STREET ADDRESS	125 Perimeter Center	53 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30346	54 CITY-ST-ZIP	
TITLE	AS	61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Eric B. Rudolph	62 NAME	
STREET ADDRESS	675 W. Peachtree St., Suite 4300	63 STREET ADDRESS	
CITY-ST-ZIP	Atlanta, Georgia 30375	64 CITY-ST-ZIP	

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***165.00

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:  Eric B. Rudolph, Assistant Sec. 404-335-0717
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)