

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

FILED
May 20 1998 8:00am
Secretary of State



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

PROFIT CORPORATION
 ANNUAL REPORT
1998

DOCUMENT # **G86797** (9)
 1. Corporation Name
ANNISTON - WESTEL COMPANY, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business
**1100 PEACHTREE ST.
 SUITE 1000
 ATLANTA GA 30309**

Mailing Address
**1100 PEACHTREE STREET
 SUITE 910
 ATLANTA GA 30309**

3. Date Incorporated or Qualified
02/28/1984

4. FEI Number
59-2644140

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 owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

2. Principal Place of Business
 21 Suite, Apt. #, etc
 22 City & State
 23 Zip
 24 Country

2a. Mailing Address
 26 Suite, Apt. #, etc.
 27 City & State
 28 Zip
 29 Country

9. Name and Address of Current Registered Agent
**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
 1201 HAYS STREET
 SUITE 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
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 _____ DATE _____
Signature: Type or print name of registered agent and title if applicable. (NOTE: Registered Agent Signature required when re-registering)

12. OFFICERS AND DIRECTORS		
TITLE	P	<input type="checkbox"/> DELETE
NAME	HAMM, CHARLES	
STREET ADDRESS	1100 PEACHTREE ST.	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	HOLCOMB, BENJAMIN	
STREET ADDRESS	1100 PEACHTREE ST.	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CARBONELL, JOAQUIN R	
STREET ADDRESS	1100 PEACHTREE ST.	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	VPEO	<input type="checkbox"/> DELETE
NAME	CLAWSON, VINCENT R	
STREET ADDRESS	1100 PEACHTREE ST.	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	BPSM	<input checked="" type="checkbox"/> DELETE
NAME	THORPE, JAMES A	
STREET ADDRESS	1100 PEACHTREE ST.	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	VPCA	<input type="checkbox"/> DELETE
NAME	MCALLISTER, ROY P	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309-4599	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE	P D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Hamm, Charles	
1.3 STREET ADDRESS	1100 Peachtree Street, Suite 1000	
1.4 CITY-ST-ZIP	Atlanta, GA 30309	
2.1 TITLE	P/D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Edgar L. Reynolds	
2.3 STREET ADDRESS	1100 Peachtree Street, Suite 1000	
2.4 CITY-ST-ZIP	Atlanta, GA 30	
3.1 TITLE	D/VPT Secretary	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Carbonell, Joaquin R	
3.3 STREET ADDRESS	1100 Peachtree Street, Suite 1000	
3.4 CITY-ST-ZIP	Atlanta, GA 30309	
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	See Attached Schedule	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
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 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, on an attachment with an address.

SIGNATURE *John R. Munnell* 4/28/98 4/28/98-1998

CR2E034 (10/97)

ANNISTON-WESTEL COMPANY, INC.
DIRECTORS AND OFFICERS
as of April 28, 1998

DIRECTORS

Charles S. Hamm		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Edgar L. Reynolds		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Joaquin R. Carbonell		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599

OFFICERS

Edgar L. Reynolds	President	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Mark L. Fiedler	Executive Vice President - Alabama	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Vincent R. Clawson	Vice President - Engineering & Operations	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
G. Dan Smith	Vice President - Sales & Marketing	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Roy P. McAllister	Vice President - Corporate Affairs	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
James W. Glass	Vice President - Finance and Treasurer	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Joaquin R. Carbonell	Vice President - General Counsel and Secretary	1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Karen K. Bennett	Vice President - Alabama	100 Concourse Parkway Suite 375 Birmingham, AL 35244

C. W. Shewbridge, III	Vice President-Taxes	1155 Peachtree Street Room 1922 Atlanta, GA 30309-3610
Nancy J. Davis	Assistant Vice President - Taxes	1155 Peachtree Street Atlanta, GA 30309-3610
Joanna C. Manning	Assistant Vice President - Taxes	1155 Peachtree Street Atlanta, GA 30309-3610
Leanne N. Harvey	Assistant Vice President - Taxes	1155 Peachtree Street Atlanta, GA 30309-3610
Lazaros J. Tiliacos	Assistant Vice President - Taxes	1155 Peachtree Street Atlanta, GA 30309-3610
Pavan Bhalla	Comptroller	500 Northpark Town Center 1100 Abernathy Road Suite 300 Atlanta, GA 30328
C. Claiborne Barksdale	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
David G. Frolio	Assistant Secretary	1133 21st Street, N.W. Washington, D.C. 20036
Michael P. Goggin	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
Kerwin L. Gray	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
Joyce Clower Irvine	Assistant Secretary	1155 Peachtree Street Suite 1800 Atlanta, GA 30309-3610
Gloria L. Johnson	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
Charleste G. McCoy	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
Elizabeth A. Mussell	Assistant Secretary	1100 Peachtree Street Suite 910 Atlanta, GA 30309-4599
Anath Qualls	Assistant Treasurer	500 Northpark Town Center 1100 Abernathy Road, Suite 300 Atlanta, GA 30328