

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION ANNUAL REPORT 1996



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

FILED
May 01 1996 8:00 am
Secretary of State

DOCUMENT # P00120 (6)

1. Corporation Name
BELLSOUTH MOBILITY INC

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

Mailing Address
1100 PEACHTREE ST.
#1000
ATLANTA GA 30309



2. Principal Place of Business
21
Suite, Apt. #, etc.
22
City & State
23
Zip
24
Country
25
2a. Mailing Address
26 **1100 Peachtree St.**
Suite, Apt. #, etc.
27 **Suite 910**
City & State
28 **Atlanta, GA**
Zip
29 **30309**
Country
30

3. Date Incorporated or Qualified **12/05/1983**
3a. Date of Last Report **02/02/1995**
4. FEI Number **58-1530964**
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

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE PRENTICE HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code **FL**

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

OFFICERS AND DIRECTORS

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	PD	<input type="checkbox"/> DELETE
NAME	DONALD, ODIE C.	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	V	<input type="checkbox"/> DELETE
NAME	CLAWSON, VINCENT R.	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	V	<input type="checkbox"/> DELETE
NAME	THORPE, JAMES	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MCALLISTER, ROY P.	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	V	<input type="checkbox"/> DELETE
NAME	GLASS, JAMES W.	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	
TITLE	VSD	<input type="checkbox"/> DELETE
NAME	WALSH, MARTIN T.	
STREET ADDRESS	1100 PEACHTREE ST., SUITE 1000	
CITY-ST-ZIP	ATLANTA GA 30309	

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	See attached Schedule
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	800001834388
5.4 CITY-ST-ZIP	-05/22/96--01040--01B
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	***800.00
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: *M T Walsh* MARTIN T. WALSH 4/29/96 404-249-0934

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DATE

DAYTIME PHONE #

CR2E034 (12/95)

4/29/96

P00120

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**BELLSOUTH MOBILITY INC
DIRECTORS AND OFFICERS
as of April 26, 1996**

DIRECTORS

Charles S. Hamm		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Odie C. Donald		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599
Martin T. Walsh		1100 Peachtree Street Suite 1000 Atlanta, GA 30309-4599

OFFICERS

Odie C. Donald	President	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
Martin T. Walsh	Vice President - General Counsel & Secretary	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
James A. Thorpe	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
Steve Gray	Vice President - Region I	5201 Congress Avenue Boca Raton, FL 33487
Craig D. Sparks	Vice President - Region II	5600 Glenridge Drive Suite 500 Atlanta, GA 30342
G. Dan Smith	Vice President - Region III	1100 Peachtree Street Suite 900 Atlanta, GA 30309-4599

James R. Bacon	Vice President - Region IV	1100 Peachtree Street Suite 900 Atlanta, GA 30309-4599
C. W. Shewbridge, III	Vice President - Taxes	1155 Peachtree Street Room 1922 Atlanta, GA 30309-3610
Lynn Alexander	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E02 Atlanta, GA 30309-3610
Nancy J. Davis	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E02 Atlanta, GA 30309-3610
Leanne N. Harvey	Assistant Vice President - Taxes	1155 Peachtree Street Room 16H02 Atlanta, GA 30309-3610
Louis Merritt II	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E02 Atlanta, GA 30309-3610
Adele H. Shepherd	Assistant Vice President - Taxes	1155 Peachtree Street Room 16B01 Atlanta, GA 30309-3610
E. Elliott Thompson	Assistant Vice President - Taxes	1155 Peachtree Street Room 14H02 Atlanta, GA 30309-3610
Julie I. Walker	Assistant Vice President - Taxes	1155 Peachtree Street Room 16E02 Atlanta, GA 30309-3610
Debbie Held	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
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

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Charleste G. McCoy

Assistant Secretary

400 Perimeter Center
1100 Johnson Ferry Road
Suite 180
Atlanta, GA 30342

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