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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2003 FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # P00329

1. Entity Name
BELLSOUTH TELECOMMUNICATIONS, INC.

Principal Place of Business	Mailing Address
675 W PEACHTREE ST., NE ~~4506~~ BELLSOUTH CENTER ATLANTA, GA 30375 US	675 W PEACHTREET ST., NE 4506 BELLSOUTH CENTER ATLANTA, GA 30375 US

03

XX CHECK HERE IF MAKING CHANGES

2. Principal Place of Business	3. Mailing Address
Suite, Apt. #, etc. Suite 4500	Suite, Apt. #, etc. Suite 1800
City & State	City & State Atlanta, GA [illegible]
Zip / Country	Zip 30309-3610 / Country USA

4. FEI Number 58-0436120 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent	7. Name and Address of New Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET TALLAHASSEE, FL 32301	Name Street Address (P.O. Box Number is Not Acceptable) City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent's signature required when executing)

FILE NOW! FILING FEE IS $150.00
After May 1, 2003 Fee will be $550.00
Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution. ☐ **$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	P & Director ODOM, RODERICK D JR 675 WEST PEACHTREE ST ~~#4515~~ ATLANTA, GA 30375	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	XX Change ☐ Addition Suite 4500	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VPS PEED, MARY JO 675 PEACHTREE ST. NE STE ~~4514-675~~ ATLANTA, GA 30375	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	XX Change ☐ Addition Suite 4300	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VPCF COCHRAN, GUY L 675 PEACHTREE ST. NE STE 4431-~~675~~ ATLANTA, GA 30375	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	XX Change ☐ Addition Suite 4431	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	T YOUNG, JAMES N 1155 PEACHTREE NE ATLANTA, GA 30375	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	XX Change ☐ Addition Suite 14K07	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP		☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	AS ☐ Change XX Addition Joyce Clower Irvine Suite 1800 - 1155 Peachtree Str. Atlanta, GA 30309-3610	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP		☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	☐ Change ☐ Addition 300016324103 04/18/03--01057--004 **150.00	

CR2E034 (10/02)

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Joyce Clower Irvine 04/17/03 404/249-4450
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #
Joyce Clower Irvine, Assistant Secretary

BellSouth Telecommunications, Inc.
(Business Address)

Directors:

Roderick D. Odom, Jr.
Suite 4500
675 W. Peachtree Street, NE
Atlanta, Georgia 30375

Officers:

Roderick D. Odom, Jr.
President
Suite 4500
675 W. Peachtree Street, NE
Atlanta, Georgia 30375

Mary Jo Peed
VP, General Counsel & Secretary
Suite 4300
675 W. Peachtree Street, NE
Atlanta, Georgia 30375

Guy L. Cochran
VP, CFO & Comptroller
Suite 4431
675 W. Peachtree Street, NE
Atlanta, Georgia 30375

James N. Young
Treasurer
Suite 14K07
1155 Peachtree Street, NE
Atlanta, Georgia 30309-3610

Joyce Clower Irvine
Assistant Secretary
Suite 1800
1155 Peachtree Street, NE
Atlanta, Georgia 30309-3610