

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

FILED
May 15 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 # P00713 (8)

1. Corporation Name
AT&T COMMUNICATIONS, INC.



Principal Place of Business 412 MT KEMBLE AVE ROOM S-289 MORRISTOWN NJ 07980	Mailing Address 412 MT KEMBLE AVE ROOM S-289 MORRISTOWN NJ 07980-0654
--	---

3. Date Incorporated or Qualified 01/25/1984	3a. Date of Last Report 04/26/1996
4. FEI Number 22-2473192	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. Room S-287 City & State 22 Zip 23 Country 24	2a. Mailing Address 26 Suite, Apt. #, etc. Room S-287 City & State 27 Zip 28 Country 29
--	---

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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS

TITLE	AS	<input type="checkbox"/> DELETE
NAME	DAVILA, MANUEL	
STREET ADDRESS	412 MT. KEMBLE AVE.	
CITY-ST-ZIP	MORRISTON NJ	
TITLE	C	<input type="checkbox"/> DELETE
NAME	MANDL, ALEX J	
STREET ADDRESS	295 N. MAPLE AVE.	
CITY-ST-ZIP	BASKING RIDGE NJ 07920-1002	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	DUAH, ANTOINETTE A	
STREET ADDRESS	412 MT. KEMBLE AVE.	
CITY-ST-ZIP	MORRISTOWN NJ 07950	
TITLE	V	<input type="checkbox"/> DELETE
NAME	KILPATRIC, JAMES G	
STREET ADDRESS	295 N. MAPLE AVE.	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	
TITLE	V	<input type="checkbox"/> DELETE
NAME	PONDER, R.J.	
STREET ADDRESS	295 N. MAPLE AVE. ROOM 4342K2	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	
TITLE	SV	<input type="checkbox"/> DELETE
NAME	ZEGLIS, JOHN D.	
STREET ADDRESS	295 NORTH MAPLE AVE. ROOM 434521	
CITY-ST-ZIP	BASKING RIDGE NJ	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
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	
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	

SEE ATTACHED LIST

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: *Antoinette A Duah* **REQUIRED** **4/21/97** **201-644-1224**

CR2E034 (9/96)

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Chairman of the Board Alex J. Mandl	295 N. Maple Avenue Room 4349L1 Basking Ridge, NJ 07920-1002
Vice-President/CFO James J. (Jim) Meenan	AT&T Canada 320 Front St. W Toronto, ON M5V3C4
Senior Vice-President Jim G. Kilpatric	295 North Maple Avenue Room #3263D2 Basking Ridge, NJ 07920-1002
Senior Vice-President Ron J. Ponder	295 North Maple Avenue Room #4342K2 Basking Ridge, NJ 07920-1002
Senior Vice-President John D. Zeglis	295 North Maple Avenue Room #4342L1 Basking Ridge, NJ 07920-1002
Vice-President Robert M. (Bob) Aquilina	900 Route 202/206N Room #4B129 Bedminister, NJ 07921
Vice-President R. C. M. (Mark) Baker	412 Mt. Kemble Avenue Room #N503 Morristown, NJ 07962-1995
Vice-President Harry S. Bennett	295 North Maple Avenue Room #5164D2 Basking Ridge, NJ 07920
Vice-President Francine J. Berry	295 North Maple Avenue Room #3133c2 Basking Ridge, NJ 07920-1002
Vice-President Martina L. Bradford	1120 20th Street NW Room #1000 Washington DC 20036
Vice-President Gordon J. Bridge	1776 On the Green Morristown, NJ 07962

AT&T COMMUNICATIONS INC.

Election Date 7/16/85 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President Richard A.(Dick Bromley	795 Folsom Street RM 625 San Francisco, CA 94107
Vice-President Beth Bronner	295 North Maple Ave. Basking Ridge, NJ 07920
Vice-President J.M. (Michael) Brown	1120 20th Street, NW 10th Floor Washington DC 20036-3406
Vice-President William G. Bryant	919 Congress Avenue Room 1500 Austin, TX 78701
Vice-President David L. (Dave) Carney	295 North Maple Avenue Room #5104A3 Basking Ridge, NJ 07920-1002
Vice-President William J.(Jim) Carroll	1200 Peachtree St., NE Room #4170 Atlanta, GA 30309
Vice-President William V. Catucci	32 Avenue of the Americas New York, NY 10013
Vice-President Lewis M. (Lew) Chakrin	330 S. Randolphville Road Room #B07G Piscataway, NJ 08854-4110
Vice-President Daniel L. (Dan) Clark	295 North Maple Avenue Room #625911 Basking Ridge, NJ 07920-1002
Vice-President William M.(Bill Clossey, Jr.	295 North Maple Avenue Room #5305A3 Basking Ridge, NJ 07920
Vice-President James G. (Jim) Cosgrove	2132 th Hoofddorp Polarisavenue 97 The Netherlands, Netherlands
Vice-President John H. Davis	One Oak Way Room #4ED118 Berkeley Heights, NJ 07922

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President R. S. (Steve) Davis, II	295 North Maple Ave. Room #3252J1 Basking Ridge, NJ 07920
Vice-President Douglas M. Dunn	795 Folsom Street San Francisco, CA 94107
Vice-President Kathleen B. Earley	400 Interplace Parkway Room #B4C12 Parsippany, NJ 07054
Vice-President Jorge A. Escalona	AV. Vasco Do Quiroga 2121-3rd Floor Mexico D.F., Mexico
Vice-President Tom Evslin	55 Corporate Drive Room #14A35 Bridgewater, NJ 08807
Vice-President Richard P.(Dick) Falcone	295 North Maple Avenue Room #5406A3 Basking Ridge, NJ 07920-1002
Vice-President John D. Foster	8000 Baymeadows Way Room 5-3-073 Jacksonville, FL 32256
Vice-President George W. Foyo	412 Mt. Kemble Avenue Room #c140 Morristown, NJ 07962-1995
Vice-President Shaun P. Gilmore	295 North Maple Avenue Room #121M1 Basking Ridge, NJ 07920
Vice-President Thomas J. (Tom) Herr	One Oak Way Room #4ED108 Berkeley Heights, NJ 07922
Vice-President Gerald A.(Jerry) Hines	8785 Baypine Road Room #22401s Jacksonville, FL 32256

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President David K. Hunt	8787 Baypine Road Bldg 3-2 Jacksonville, FL 32256-8528
Vice-President Frank Ianna	900 Route 202/206 N., PO Box 752 Room #4c109 Bedminster, NJ 07921-0752
Vice-President Alan G. Jones	295 North Maple Ave. Room #5164A2 Basking Ridge, NJ 07920-1002
Vice-President Michael G. Keith	55 Corporate Drive Room #13D57 Bridgewater, NJ 08807
Vice-President William K.(Bill Ketchum	227 West Monroe Street Room #1300 Chicago, IL 60606
Vice-President Stanley Lacks	295 North Maple Avenue Basking Ridge, NJ 07920
Vice-President Donna A. Lee	227 West Monroe Street Suite 1300 Chicago, IL 60606
Vice-President J.J. Legent	
Vice-President Reynold Levy	Rm 3120 1301 Avenue of Americas New York, NY 10019
Vice-President Drew Lewis	Union Pacific Corporation Martin Tower, 8th & Eaton Avenues Bethlehem, PA 18018
Vice-President L. Lichter	Rm 15D35 55 Corporate Drive Bridgewater, NJ 08807
Vice-President Richard J.(Dick Lombardi	2020 K. Street, NW Washington, DC 20006-1817

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President Gerald M.(Jerry Lowrie	1120 20th Street, N.W. Suite 1000 Washington DC 20036-3406
Vice-President Richard J.(Dick Martin	295 North Maple Avenue Room #2329H2 Basking Ridge, NJ 07920-1002
Vice-President Judith A.(Judy) Maynes	295 North Maple Avenue Room 3233C2 Basking Ridge, NJ 07920-1002
Vice-President Gail J. McGovern	295 North Maple Ave Room #4345L1 Basking Ridge, NJ 07920
Vice-President Howard E. McNally	295 North Maple Ave. Room #1248M2 Basking Ridge, NJ 07962
Vice-President Monica M. Mehan	8000 Baymeadows Way Room #53073 Jacksonville, FL 32256
Vice-President Joseph P. (Joe) Nacchio	295 North Maple Avenue Room #43513 Basking Ridge, NJ 07920-1002
Vice-President Thomas H. Norris	1120 20th St. N.W. Washington, DC 20036
Vice-President Judith T.(Judy) Page	900 Rt. 202/206 North Room #4C107 Bedminister, NJ 07921
Vice-President James M. (Jim) Pagos	55 Corporate Drive Room #15A29 Bridgewater, NJ 08807
Vice-President Alfred C. Partoll	295 North Maple Avenue Room 4349L1 Basking Ridge, NJ 07920

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President B.W.(Waring) Partridge, III	295 N. Maple Avenue Room #7202K3 Basking Ridge, NJ 07920
Vice-President Lawrence S(Scot Perry	400 Interpace Parkway Room #B2A16 Parsippany, NJ 07054
Vice-President John C. Petrillo	295 North Maple Avenue Room #4445I3 Basking Ridge, NJ 07920-1002
Vice-President Timothy L.(Tim) Porter	1 Speedwell Avenue, East Tower Room #1108E Morristown, NJ 07962
Vice-President Richard A. Romano	32 Avenue of Americas Room 2602 New York, NY 10013
Vice-President Richard R.(Rick Roscitt	15 Vreeland Road, P.O.Box 957 Room #2s127 Florham Park, NJ 07932
Vice-President Mark C. Rosenblum	295 North Maple Avenue Room #3244J1 Basking Ridge, NJ 07920-1002
Vice-President R.G. (Gerry) Salemme	1120 20th Street NW Suite 1000 Washington DC 20036-3406
Vice-President James W. Selzer	8787 Baypine Road Jacksonville, FL 32256
Vice-President Kenneth E.(Ken) Sichau	55 Corporate Drive Room #14A01 Bridgewater, NJ 08807
Vice-President Daniel Stark	295 North Maple Avenue Room #3230B2 Basking Ridge, NJ 07920

AT&T COMMUNICATIONS INC.

Election Date 7/15/85 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice-President Merrill R. Tutton	31 St. James's Square Norfolk House London, England
Vice-President Caroline Vanderlip	295 North Maple Ave Room #1246M2 Basking Ridge, NJ 07920
Vice-President Jeffrey (Jeff) Weitzen	55 Corporate Drive Room #15A01 Bridgewater, NJ 08807-6991
Vice-President James L. (Jim) Zucco, Jr.	475 South Street Room #3W01A Morristown, NJ 07960
Secretary Peter M. Suzuki	131 Morristown Road Room A2040 Basking Ridge, NJ 07920
Treasurer Stephen L(Larry Prendergast	295 North Maple Avenue Room #7149M2 Basking Ridge, NJ 07920
Assistant Secretary Barbara M. Babiak	1 Oak Way Room 3EA163 Berkeley Heights, NJ 07922
Assistant Secretary Edward E. Blythe	227 West Monroe Street Chicago, IL 60606
Assistant Secretary Roger A. Briney	1120 20th Street, N.W. Room 640 South Washington, DC 20036-3406
Assistant Secretary Paul F. Buckley	11900 East Cornell Avenue Aurora, CO 80014
Assistant Secretary Thomas C. Cartwright	1200 Peachtree Street, N.E. Atlanta, GA 30309
Assistant Secretary Joseph R. Cirone	1 Oakway Berkeley Heights, NJ 07922
Assistant Secretary Gene V. Coker	1200 Peachtree Street, N.E. Atlanta, GA 30309

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Assistant Secretary Manuel Davila	412 Mt. Kemble Avenue Morristown, NJ 07960
Assistant Secretary Deborah S. Droller	3033 Chain Bridge Road Oakton, VA 22185
Assistant Secretary Antoinette A. Duah	412 Mt. Kemble Avenue Room S287 Morristown, NJ 07960
Assistant Secretary Oscar C. Epps	227 West Monroe Floor 6N Chicago, IL 60606
Assistant Secretary George Finkelstein	32 Avenue of the Americas Room 900B Manhattan, New York, NY 10013
Assistant Secretary John J. Hopkins	1 Speedwell Avenue, East Morristown, NJ 07962
Assistant Secretary Raymond Imbrogno	P.O. Box 1995 412 Mt. Kemble Ave Morristown, NJ 07960
Assistant Secretary Douglas W. Krey	Room C-191 412 Mt. Kemble Avenue Morristown, NJ 07960
Assistant Secretary Sheldon Michaels	795 Folsom Street San Francisco, CA 94107
Assistant Secretary A. J. Molesphini	685.Rts. 202 & 206 N Bridgewater, NJ 07928
Assistant Secretary Paul J. Panepinto	1 Oakway Berkeley Heights, NJ 07922
Assistant Secretary William B. Rowland	795 Folsom Street San Francisco, CA 94107
Assistant Secretary Richard J. Sinton	295 North Maple Avenue Basking Ridge, NJ 07920
Assistant Secretary Mary Ellen Skinkle	295 N Maple Ave. Basking Ridge, NJ 07871

AT&T COMMUNICATIONS INC.

Election Date 7/15/95 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Assistant Secretary Jeff Tutnauer	412 Mt. Kemble Avenue Room G115 Morristown, NJ 07960
Assistant Secretary Frederick F. Wallach	32 Avenue of Americas New York, NY 10013
Assistant Secretary B. H. Walling, Jr.	3201 Jermantown Road Fairfax, VA 22030
Assistant Secretary Gary Wiggins	412 Mt. Kemble Ave. Morristown, NJ 07960
Assistant Treasurer Brian H. Fluck	8787 Baypine Rd. Jacksonville, FL 32256-8528
Assistant Treasurer Florence L(Meg) Walsh	600 Mountain Ave. Room #6B534 Murray Hill, NJ 07974

DIRECTORS

Director Alex J. Mandl	295 N. Maple Avenue Room 4349L1 Basking Ridge, NJ 07920-1002
Director James J. (Jim) Meenan	AT&T Canada 320 Front St. W Toronto, ON M5V3C4
Director John D. Zeglis	295 North Maple Avenue Room #4342L1 Basking Ridge, NJ 07920-1002