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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P00713 (8)**

1. Corporation Name  
**AT&T COMMUNICATIONS, INC.**



DO NOT WRITE IN THIS SPACE

Principal Place of Business <b>412 MT KEMBLE AVE S287 MORRISTOWN NJ 07960 US</b>	Mailing Address <b>412 MT KEMBLE AVE S287 MORRISTOWN NJ 07960 US</b>
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3. Date Incorporated or Qualified <b>01/25/1984</b>	
4. FEI Number <b>22-2473192</b>	Applied for Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country
25. Country	30. 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  
**LT CORPORATION SYSTEM**

82. Street Address (P.O. Box Number is Not Acceptable)  
**1200 SOUTH PINE ISLAND ROAD**

83. City  
**PLANTATION**

84. State  
**FL**

85. Zip Code  
**33324**

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: typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>AS</b>	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>DAVILA, MANUEL</b>	1.2 NAME	
STREET ADDRESS	<b>412 MT. KEMBLE AVE.</b>	1.3 STREET ADDRESS	<b>See ATTACHED LIST</b>
CITY-ST-ZIP	<b>MORRISTON NJ</b>	1.4 CITY-ST-ZIP	
TITLE	<b>C</b>	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MANDL, ALEX J</b>	2.2 NAME	<b>ARMSTRONG, C.M.</b>
STREET ADDRESS	<b>295 N. MAPLE AVE.</b>	2.3 STREET ADDRESS	<b>295 N MAPLE AVE</b>
CITY-ST-ZIP	<b>BASKING RIDGE NJ 07920-1002</b>	2.4 CITY-ST-ZIP	<b>BASKING RIDGE NJ 07920</b>
TITLE	<b>AS</b>	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>DUAH, ANTOINETTE A</b>	3.2 NAME	
STREET ADDRESS	<b>412 MT. KEMBLE AVE.</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>MORRISTOWN NJ 07950</b>	3.4 CITY-ST-ZIP	
TITLE	<b>V</b>	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>KILPATRIC, JAMES G</b>	4.2 NAME	
STREET ADDRESS	<b>295 N. MAPLE AVE.</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>BASKING RIDGE NJ 07920</b>	4.4 CITY-ST-ZIP	
TITLE	<b>V</b>	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>PONDER, R.J.</b>	5.2 NAME	<b>Bennett, Harry</b>
STREET ADDRESS	<b>295 N. MAPLE AVE. ROOM 4342K2</b>	5.3 STREET ADDRESS	<b>295N MAPLE AVE</b>
CITY-ST-ZIP	<b>BASKING RIDGE NJ 07920</b>	5.4 CITY-ST-ZIP	<b>BASKING RIDGE NJ 07960</b>
TITLE	<b>SV</b>	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>ZEGLIS, JOHN D.</b>	6.2 NAME	
STREET ADDRESS	<b>295 NORTH MAPLE AVE. ROOM 434521</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>BASKING RIDGE NJ</b>	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, or on an attachment with an address.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

CR2E034 (10/97)

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Chairman/Chief Executive Officer</b> C. M. Armstrong	295 N. Maple Avenue Basking Ridge, NJ 07920
<b>President/Chief Operating Officer</b> John D. Zeglis	295 North Maple Avenue Room #4342L1 Basking Ridge, NJ 07920-1002
<b>Senior Executive Vice President/CFO</b> Daniel E. Somers	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Senior Vice-President</b> Jim G. Kilpatric	295 North Maple Avenue Room #3263D2 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> Michael G.(Mike Antieri	795 Folsom Street Room #620 San Francisco, CA 94107
<b>Vice-President</b> Harry S. Bennett	295 North Maple Avenue Room #5164D2 Basking Ridge, NJ 07920
<b>Vice-President</b> Stephen Brazzell	222 Mt. Airy Road Basking Ridge, NJ 07920-2313
<b>Vice-President</b> Richard A.(Dick Bromley	795 Folsom Street RM 625 San Francisco, CA 94107
<b>Vice-President</b> J.M. (Michael) Brown	1120 20th Street, NW 10th Floor Washington DC 20036-3406
<b>Vice-President</b> Gary W. Burnett	1700 S. Patterson Blvd., WHQ Dayton, OH 45479
<b>Vice-President</b> David L. (Dave) Carney	295 North Maple Avenue Room #5104A3 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> William J.(Jim) Carroll	1200 Peachtree St., NE Room #4170 Atlanta, GA 30309

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Vice-President</b> Daniel L. (Dan) Clark	295 North Maple Avenue Room #625911 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> John H. Davis	One Oak Way Room #4ED118 Berkeley Heights, NJ 07922
<b>Vice-President</b> R. S. (Steve) Davis, II	295 North Maple Ave. Room #3252J1 Basking Ridge, NJ 07920
<b>Vice-President</b> F. W. Delfer III	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> Kathleen B. Earley	400 Interplace Parkway Room #B4C12 Parsippany, NJ 07054
<b>Vice-President</b> Richard P.(Dick) Falcone	295 North Maple Avenue Room #5406A3 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> R. Harrison	900 Rt. 202/206 Bedminster, NJ 07921
<b>Vice-President</b> L. Hedg-path	95 Folsom Street San Francisco, CA 94107
<b>Vice-President</b> Thomas J. (Tom) Herr	One Oak Way Room #4ED108 Berkeley Heights, NJ 07922
<b>Vice-President</b> C. S. Holtz	95 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> Frank Ianna	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> David Jefferson	32 Avenue of the Americas New York, NY 10013
<b>Vice-President</b> Alan G. Jones	295 North Maple Ave. Room #5164A2 Basking Ridge, NJ 07920-1002

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Vice-President</b> William K.(Bill Ketchum	227 West Monroe Street Room #1300 Chicago, IL 60606
<b>Vice-President</b> Donna A. Lee	227 West Monroe Street Suite 1300 Chicago, IL 60606
<b>Vice-President</b> Richard J.(Dick Lombardi	2020 K. Street, NW Washington, DC 20006-1817
<b>Vice-President</b> Gerald M.(Jerry Lowrie	1120 20th Street, N.W. Suite 1000 Washington DC 20036-3406
<b>Vice-President</b> B. B. Manzi	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> Judith A.(Judy) Maynes	295 North Maple Avenue Room 3233C2 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> Gail J. McGovern	295 North Maple Ave Room #4345LI Basking Ridge, NJ 07920
<b>Vice-President</b> J. A. McMaster	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> Howard E. McNally	295 North Maple Ave. Room #1248M2 Basking Ridge, NJ 07962
<b>Vice-President</b> R. S. Miller	340 Mt. Kemble Ave. Morristown, NJ 07960
<b>Vice-President</b> T. L. Murray	55 Corporate Drive Bridgewater, NJ 08807
<b>Vice-President</b> P. Osman	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> B. Peda	55 Corporate Drive Bridgewater, NJ 08807

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Vice-President</b> John C. Petrillo	295 North Maple Avenue Room #444513 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> Thomas R. (Tom) Phillips	227 West Monroe Street Floor 13 Chicago, IL 60606-5017
<b>Vice-President</b> R. M. Robinson	1200 Peachtree Street Atlanta, GA 30309
<b>Vice-President</b> Mark C. Rosenblum	295 North Maple Avenue Room #3244J1 Basking Ridge, NJ 07920-1002
<b>Vice-President</b> D. H. Schulman	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> J. L. Scites	900 Rt. 202/206 Bedminster, NJ 07921
<b>Vice-President</b> L. Seese	900 Rt. 202/206 Bedminster, NJ 07921
<b>Vice-President</b> Kenneth E.(Ken) Sichau	55 Corporate Drive Room #14A01 Bridgewater, NJ 08807
<b>Vice-President</b> W. A. Stake	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> Daniel Stark	295 North Maple Avenue Room #3230B2 Basking Ridge, NJ 07920
<b>Vice-President</b> Maureen B. Tart	295 North Maple Ave Room #4434B2 Basking Ridge, NJ 07920
<b>Vice-President</b> Jeffrey (Jeff) Weitzen	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Vice-President</b> J. Wren	5501 LBJ Freeway Dallas, TX 75240
<b>Secretary</b> Robert S. Feit	131 Morristown Rd. Bldg.A Rm.A2035 Basking Ridge, NJ 07920-1002

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Treasurer</b> Edward M. Dwyer	295 N. Maple Ave Basking Ridge, NJ 07920
<b>Assistant Secretary</b> S. E. Anderson	1200 Peachtree Street Atlanta, GA 30309
<b>Assistant Secretary</b> Barbara M. Babiak	1 Oak Way Room 3EA163 Berkeley Heights, NJ 07922
<b>Assistant Secretary</b> Ephraim M. Brecher	412 Mt. Kemble Avenue, PO Box 1995 Room S267 Morristown, NJ 07962-1995
<b>Assistant Secretary</b> Roger A. Briney	1120 20th Street, N.W. Room 640 South Washington, DC 20036-3406
<b>Assistant Secretary</b> Gene V. Coker	1200 Peachtree Street, N.E. Atlanta, GA 30309
<b>Assistant Secretary</b> William A. Davis, II	227 West Monroe Chicago, IL 60606
<b>Assistant Secretary</b> Deborah S. Droller	3033 Chain Bridge Road Oakton, VA 22185
<b>Assistant Secretary</b> Antoinette A. Duah	412 Mt. Kemble Avenue Room S287 Morristown, NJ 07960
<b>Assistant Secretary</b> Oscar C. Epps	227 West Monroe Floor 6N Chicago, IL 60606
<b>Assistant Secretary</b> J. Faillaci	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Assistant Secretary</b> George M. Foss	150 Mt. Airy Road Basking Ridge, NJ 07920
<b>Assistant Secretary</b> John J. Hopkins	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Assistant Secretary</b> J. P. Li	295 N. Maple Ave. Basking Ridge, NJ 07920

**AT&T COMMUNICATIONS INC.**

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**ELECTED CORPORATION OFFICERS AND DIRECTORS**

<b>TITLE / NAME</b>	<b>BUSINESS ADDRESS</b>
<b>Assistant Secretary</b> Bridgette Link	412 Mt. Kemble Ave. C252 Morristown, NJ 07960
<b>Assistant Secretary</b> W.R. McCarey	3033 Chainbridge Road Oakton, VA 22185
<b>Assistant Secretary</b> Thomas H. W. Sawyer	227 West Monroe Street Chicago, IL 60606
<b>Assistant Secretary</b> Richard J. Sinton	412 Mt. Kemble Ave. Morristown, NJ 07960
<b>Assistant Secretary</b> B. E. Stuhr	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Assistant Secretary</b> Jeff Tutnauer	412 Mt. Kemble Avenue Room C250 Morristown, NJ 07960
<b>Assistant Secretary</b> Frederick F. Wallach	32 Avenue of Americas New York, NY 10013
<b>Assistant Secretary</b> B. H. Walling, Jr.	32 Avenue of the Americas New York, NY 20013
<b>Assistant Secretary</b> Gary Wiggins	412 Mt. Kemble Ave. Room S209 Morristown, NJ 07960
<b>Assistant Secretary</b> J. Wright	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Assistant Secretary</b> G. D. Zuckerman	32 Avenue of the Americas New York, NY 20013
<b>DIRECTORS</b>	
<b>Director</b> Daniel E. Somers	295 N. Maple Ave. Basking Ridge, NJ 07920
<b>Director</b> Maureen B. Tart	295 North Maple Ave Room #4434B2 Basking Ridge, NJ 07920

**AT&T COMMUNICATIONS INC.**

Election Date 12/31/97 FEIN 22-2473192

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**ELECTED CORPORATION OFFICERS AND DIRECTORS**

---

**TITLE / NAME**

**BUSINESS ADDRESS**

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**Director**

**John D. Zeglis**

295 North Maple Avenue

Room #4342L1

Basking Ridge, NJ 07920-1002

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