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Mar 29, 1999 8:00 am
Secretary of State

03-29-1999 90005 031 ***150.00



PROFIT CORPORATION
 ANNUAL REPORT
1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P00713

1. Corporation Name
AT&T COMMUNICATIONS, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business Mailing Address
 412 MT KEMBLE AVE 412 MT KEMBLE AVE
 S287 S287
 MORRISTOWN NJ 07960 MORRISTOWN NJ 07960
 US US

3. Date Incorporated or Qualified
01/25/1984

2. Principal Place of Business 2a. Mailing Address
 21 26

4. FEI Number Applied For
22-2473192 Not Applicable

Suite, Apt. #, etc. Suite, Apt. #, etc.
 22 27

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

City & State City & State
 23 28

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

Zip Country Zip Country
 24 25 29 30

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

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

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	AS <input type="checkbox"/> DELETE	1.1 TITLE	See Attached LIST <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DAVILA, MANUEL	1.2 NAME	
STREET ADDRESS	412 MT. KEMBLE AVE.	1.3 STREET ADDRESS	
CITY-ST-ZIP	MORRISTON NJ	1.4 CITY-ST-ZIP	
TITLE	C <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ARMSTRONG, C.M.	2.2 NAME	
STREET ADDRESS	295 N. MAPLE AVE.	2.3 STREET ADDRESS	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	2.4 CITY-ST-ZIP	
TITLE	AS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DUAH, ANTOINETTE A	3.2 NAME	
STREET ADDRESS	412 MT. KEMBLE AVE.	3.3 STREET ADDRESS	
CITY-ST-ZIP	MORRISTOWN NJ 07950	3.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KILPATRIC, JAMES G	4.2 NAME	
STREET ADDRESS	295 N. MAPLE AVE.	4.3 STREET ADDRESS	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	4.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENNETT, HARRY	5.2 NAME	
STREET ADDRESS	295 N. MAPLE AVE.	5.3 STREET ADDRESS	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	5.4 CITY-ST-ZIP	
TITLE	SV <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZEGLIS, JOHN D.	6.2 NAME	
STREET ADDRESS	295 NORTH MAPLE AVE. ROOM 434521	6.3 STREET ADDRESS	
CITY-ST-ZIP	BASKING RIDGE NJ	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, with all other like empowered.

SIGNATURE: *Antoinette A. Duan* **Antoinette A. Duan** 3/16/99 973-644-1224
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034.(1/198)

AT&T COMMUNICATIONS INC.

Election Date 06/01/1998 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Assistant Secretary D. P. Condit	795 Folsom Street San Francisco, CA 94107-1243
Assistant Secretary H.M. Davidow	32 Avenue of Americas New York, NY 10013
Assistant Secretary William A. Davis, II	227 West Monroe Chicago, IL 60606
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 M. Foss	150 Mt. Airy Road Basking Ridge, NJ 07920
Assistant Secretary J. R. Friend	5501 LBJ Freeway Dallas, TX 75240-6202
Assistant Secretary John J. Hopkins	295 N. Maple Ave. Basking Ridge, NJ 07920
Assistant Secretary J. P. Li	295 N. Maple Ave. Basking Ridge, NJ 07920
Assistant Secretary W.R. McCarey	3033 Chainbridge Road Oakton, VA 22185
Assistant Secretary P. Riley	
Assistant Secretary Thomas H. W. Sawyer	227 West Monroe Street Chicago, IL 60606
Assistant Secretary Richard J. Sinton	412 Mt. Kemble Ave. Morristown, NJ 07960
Assistant Secretary M. Sledge	295 N. Maple Avenue Basking Ridge, NJ 07920

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Election Date 06/01/1998 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Assistant Secretary B. E. Stuhr	295 N. Maple Ave. Basking Ridge, NJ 07920
Assistant Secretary Jeff Tutnauer	412 Mt. Kemble Avenue Room C250 Morristown, NJ 07960
Assistant Secretary F.K. Wallach	32 Avenue of the Americas New York, NY 10013-2412
Assistant Secretary B. H. Walling, Jr.	32 Avenue of the Americas New York, NY 20013
Assistant Secretary Gary Wiggins	412 Mt. Kemble Ave. Room S209 Morristown, NJ 07960
Assistant Secretary G. D. Zuckerman	32 Avenue of the Americas New York, NY 20013

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DIRECTORS

Director Daniel E. Somers	295 N. Maple Ave. Basking Ridge, NJ 07920
Director Maureen B. Tart	295 North Maple Ave Room #4434B2 Basking Ridge, NJ 07920
Director John D. Zeglis	295 North Maple Avenue Room #4342L1 Basking Ridge, NJ 07920-1002

AT&T COMMUNICATIONS INC.

Election Date 06/01/1998 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice President Kathleen B. Earley	400 Interplace Parkway Room #B4C12 Parsippany, NJ 07054
Vice President H. Eslambolchi	900 Rt. 202/206 N Bedminister, NJ 07921-0752
Vice President Richard P.(Dick Falcone	295 North Maple Avenue Room #5406A3 Basking Ridge, NJ 07920-1002
Vice President Curtland E. Fields	295 North Maple Avenue Room #2326H1 Basking Ridge, NJ 07920-1002
Vice President R. Harrison	
Vice President L. Hedg-path	95 Folsom Street San Francisco, CA 94107
Vice President C. S. Holtz	95 N. Maple Ave. Basking Ridge, NJ 07920
Vice President Frank Ianna	295 N. Maple Ave. Basking Ridge, NJ 07920
Vice President David Jefferson	32 Avenue of the Americas New York, NY 10013
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 (Bill) Kurtz	295 N. Maple Avenue Room #5420I1 Basking Ridge, NJ 07920
Vice President Donna A. Lee	227 West Monroe Street Suite 1300 Chicago, IL 60606

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ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice President B. B. Manzi	295 N. Maple Ave. Basking Ridge, NJ 07920
Vice President Judith A. (Judy) Maynes	295 North Maple Avenue Room 3233C2 Basking Ridge, NJ 07920-1002
Vice President J. McCabe	
Vice President Gail J. McGovern	295 North Maple Ave Room #4345LI Basking Ridge, NJ 07920
Vice President Mary Jane McKeever	295 N. Maple Avenue Basking Ridge, NJ 07920
Vice President J. A. McMaster	295 N. Maple Ave. Basking Ridge, NJ 07920
Vice President Howard E. McNally	295 North Maple Ave. Room #1248M2 Basking Ridge, NJ 07962
Vice President R. S. Miller	340 Mt. Kemble Ave. Morristown, NJ 07960
Vice President T. L. Murray	55 Corporate Drive Bridgewater, NJ 08807
Vice President P. Osman	295 N. Maple Ave. Basking Ridge, NJ 07920
Vice President B. Peda	55 Corporate Drive Bridgewater, NJ 08807
Vice President John C. Petrillo	295 North Maple Avenue Room #4445I3 Basking Ridge, NJ 07920-1002
Vice President Thomas R. (Tom) Phillips	227 West Monroe Street Floor 13 Chicago, IL 60606-5017
Vice President R. M. Robinson	1200 Peachtree Street Atlanta, GA 30309

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Election Date 06/01/1998 FEIN 22-2473192

ELECTED CORPORATION OFFICERS AND DIRECTORS

TITLE / NAME	BUSINESS ADDRESS
Vice President Mark C. Rosenblum	295 North Maple Avenue Room #3244J1 Basking Ridge, NJ 07920-1002
Vice President D. H. Schulman	295 N. Maple Ave. Basking Ridge, NJ 07920
Vice President J. L. Scites	900 Rt. 202/206 Bedminster, NJ 07921
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
Vice President Maureen B. Tart	295 North Maple Ave Room #4434B2 Basking Ridge, NJ 07920
Vice President J. Wren	5501 LBJ Freeway Dallas, TX 75240
Senior Executive Vice President/CFO Daniel E. Somers	295 N. Maple Ave. Basking Ridge, NJ 07920
Secretary Robert S. Feit	131 Morristown Rd. Bldg.A Rm.A2035 Basking Ridge, NJ 07920-1002
Treasurer Edward M. Dwyer	295 N. Maple Ave Basking Ridge, NJ 07920
Assistant Secretary S. E. Anderson	1200 Peachtree Street Atlanta, GA 30309
Assistant Secretary Ephraim M. Brecher	412 Mt. Kemble Avenue, PO Box 1995 Room S267 Morristown, NJ 07962-1995
Assistant Secretary Roger A. Briney	1120 20th Street, N.W. Room 640 South Washington, DC 20036-3406
Assistant Secretary Gene V. Coker	1200 Peachtree Street, N.E. Atlanta, GA 30309

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