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May 04, 1999 8:00 am  
Secretary of State

05-04-1999 90017 039 \*\*\*150.00

PROFIT  
CORPORATION  
ANNUAL REPORT  
1999



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

DOCUMENT # P02386

1. Corporation Name

GTE DIRECTORIES SALES CORPORATION

Principal Place of Business

ATTN: TAX DEPT.  
P.O. BOX 619810  
DFW AIRPORT TX 75261-9810

Mailing Address

ATTN: TAX DEPT.  
P.O. BOX 619810  
DFW AIRPORT TX 75261-9810

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

06/12/1984

4. FEI Number

36-3254411

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 owes the current year Intangible  
Personal Property Tax.

Yes No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM  
1200 S. 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

TITLE VP  
NAME NEAL, MARILYN B.  
STREET ADDRESS GTE PLACE W AIRFIELD DR  
CITY-ST-ZIP DFW AIRPORT TX

DELETE

TITLE VP  
NAME HANLE, W S  
STREET ADDRESS GTE PLACE W AIRFIELD DR  
CITY-ST-ZIP DFW AIRPORT TX

DELETE

TITLE C  
NAME KELLY, JAY  
STREET ADDRESS GTE PLACE W AIRFIELD DR  
CITY-ST-ZIP DFW AIRPORT TX

DELETE

TITLE AS  
NAME BALSLEY, KEVIN D.  
STREET ADDRESS GTE PLACE W AIRFIELD DR.  
CITY-ST-ZIP DFW AIRPORT TX

DELETE

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

DELETE

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY-ST-ZIP

Change Addition

2.1 TITLE  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY-ST-ZIP

Change Addition

3.1 TITLE  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY-ST-ZIP

Change Addition

4.1 TITLE  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY-ST-ZIP

Change Addition

1255 CORPORATE DRIVE  
IRVING, TX

5.1 TITLE  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY-ST-ZIP

Change Addition

6.1 TITLE  
6.2 NAME  
6.3 STREET ADDRESS  
6.4 CITY-ST-ZIP

Change Addition

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/20/99

Date

Daytime Phone #

CR2E034 (11/98)

GTE DIRECTORIES SALES CORPORATION  
FEIN 36-3254411

475624-90017-39  
PO2384

OFFICERS

| <u>NAME</u>              | <u>SOCIAL SECURITY</u> | <u>TITLE</u>                                           |
|--------------------------|------------------------|--------------------------------------------------------|
| Marilyn B. Neal          | 262-80-6274            | Vice President/General Manager                         |
| David J. Alpher          | 348-42-2540            | Vice President/General Manager-National Accounts Sales |
| W. Scott Hanle           | 213-52-5551            | Vice President-Finance                                 |
| Linda A. Martin          | 561-90-0358            | Vice President-Western Region                          |
| Robert S. Alexander, Jr. | 263-84-0938            | Vice President-Eastern Region                          |
| Scott B. Laver           | 133-48-1526            | Vice President-Central Region                          |
| Patrick J. Marshall      | 149-46-6908            | Vice President-New Media Services                      |
| John J. McDonald         | 025-46-3239            | Vice President-Marketing                               |
| R. Bryant Byrd           | 243-70-9687            | Vice President-Operations & Support Quality            |
| Jay Kelly                | 305-52-3132            | Controller                                             |
| Allison Culver           | 220-98-9016            | Secretary                                              |
| Terrence M. Leve, Sr.    | 563-25-7632            | Assistant Secretary                                    |
| Kevin D. Balsley         | 345-44-8078            | Assistant Secretary                                    |
| Edward F. McNamara       | 030-40-0449            | Treasurer                                              |

DIRECTORS

Earl A. Goode  
Donald J. Engleman  
W. Scott Hanle  
John J. McDonald  
Marilyn B. Neal

Date terms of Officers expire: When successor is elected

The mailing address and phone number for all Officers and Directors is:

GTE DIRECTORIES SALES CORPORATION  
GTE Place, W. Airfield Drive  
P.O. Box 619810  
D/FW Airport, TX 75261-9810

(972) 453-7000