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PROFIT
CORPORATION
ANNUAL REPORT
'1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
Mar 13 1997 8:00am
Secretary of State

DOCUMENT # P14895

(7)

1. Corporation Name

BELLSOUTH BUSINESS SYSTEMS, INC.

Principal Place of Business

675 W. PEACHTREE STREET
4300 SOUTHERN BELL CENTER
ATLANTA GA 30375

Mailing Address

675 W. PEACHTREE STREET
4300 SOUTHERN BELL CENTER
ATLANTA GA 30375-0001

3. Date Incorporated or Qualified

06/18/1987 06/23/86

3a. Date of Last Report

03/18/1996

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

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

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 P ☐ DELETE

NAME SHAFTMAN, FREDRICK K
STREET ADDRESS 1938 BLUE HILLS DR
CITY-ST-ZIP ROANOKE VA 24012

TITLE D ☐ DELETE

NAME RAY, BILLIE H
STREET ADDRESS RM 1010 SOUTHERN NATIONAL CENTER
CITY-ST-ZIP CHARLOTTE NC

TITLE D ☐ DELETE

NAME BUSH, ERNEST D
STREET ADDRESS 676 W PEACHTREE ST, SUITE 4516
CITY-ST-ZIP ATLANTA GA

TITLE VPS ☐ DELETE

NAME ROBERT L. CAPELL
STREET ADDRESS 676 W. PEACHTREE ST. STE. 4300
CITY-ST-ZIP ATLANTA GA 30375

TITLE T ☐ DELETE

NAME MAINOR, GARY
STREET ADDRESS 12125 TECHNOLOGY DRIVE
CITY-ST-ZIP EDEN PRAIRIE MN 55344

TITLE VPD ☐ DELETE

NAME JAMES M. SCHERK
STREET ADDRESS SUITE 1250 3000 RIVERCHASE GALLERIA
CITY-ST-ZIP BIRMINGHAM AL 35209

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☐ Addition

1.2 NAME

1.3 STREET ADDRESS SEE ATTACHED UPDATED LIST OF
1.4 CITY-ST-ZIP OFFICERS AND DIRECTORS

2.1 TITLE ☐ Change ☐ Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

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, changed, or on an attachment with an address.

SIGNATURE:

VP, Gen. Counsel & Sec

2-6-97

404/235-7770

CR2E034 (9/96)