SEGOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.

AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

1999

SIGNATURE:



FLORIDA DEPARTMENT OF STATE

Katherine Harris

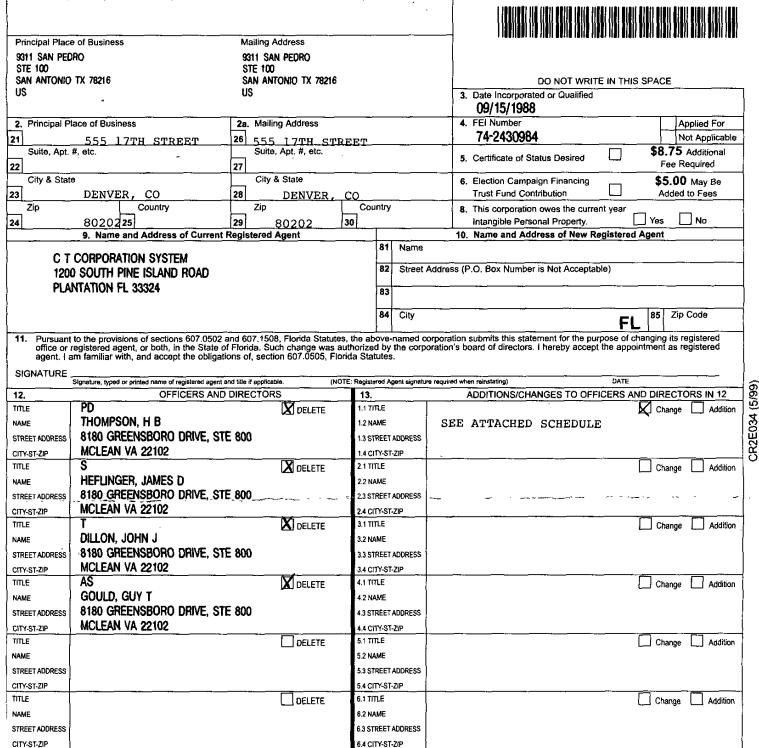
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P20921

USLD COMMUNICATIONS, INC.

FILED Jul 30, 1999 8:00 am Secretary of State

07-30-1999 90007 025 ***550.00



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, for on an attachment with an address.

Assistant-Treasurer

OFFICERS AND DIRECTORS

AS OF MARCH 1, 1999

1

USLD COMMUNICATIONS, INC.

DIRECTORS

Joseph P. Nacchio Robert S. Woodruff

OFFICERS-

Joseph P. Nacchio President

Robert S. Woodruff Executive Vice President

Drake S. Tempest Executive Vice President and Secretary

Stephen H. Shoemaker Treasurer

Yash A. Rana Assistant Secretary
Lee M. Weiner Assistant Secretary
James D. Heflinger Assistant Secretary
Jeff VonDeylen Assistant Treasurer
Kelly S. Carter Assistant Treasurer