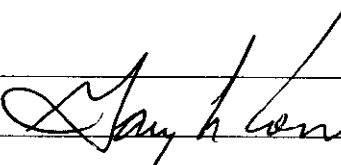


<b>No. C 139395</b>  Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	<b>Due no later than Jun 30, 2002 Annual Report Form</b> <div style="background-color: black; color: white; padding: 2px; text-align: center;">1. Mailing Address - Correct in this box, if applicable</div> GTE COMMUNICATION SYSTEMS CORPORATI 600 HIDDEN RIDGE      Attn: Income Tax 750 Canyon Drive IRVING, TX 75038      Coppell, TX 75019	2. Registered Agent and Office <b>NO PO BOX</b>  CT CORPORATION SYSTEM 300 N 6TH ST  BOISE, ID 83702  3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Pres.	John O. Dudley	One N. Capital Ave.	Indianapolis,	IN	46294
Secretary	Marianne Drost	1095 Ave of Americas	New York,	NY	10036
Director	John O. Dudley	One N. Capital Ave.	Indianapolis,	IN	46294
Director	A. Randall Vogelzang	600 Hidden Ridge	Irving,	TX	75038
Director	Edward J. Weise	8001 W. Jefferson	Ft. Wayne,	IN	46804

5. Organized Under the Laws of:  <div style="text-align: center;">DELAWARE C 139395</div>	6. Signature  Date <u>6/10/02</u> Name <small>(Typed or Printed)</small> <u>Gary L. Conner</u> Title <u>VP - Taxes</u>
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