

No. <b>C107584</b>	<b>Annual Report Form 1999</b> <i>Due No Later Than November 30,</i>	2. Registered Agent and Office <b>NOT A P.O. BOX</b>
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720 0080  <b>NO FEE REQUIRED</b>  <b>* FIRST NOTICE *</b>	<b>1. Mailing Address - Please Correct, If Not Correct</b> <b>QWEST COMMUNICATIONS CORPORA</b>  <b>555 17TH ST STE 1000</b>  <b>DENVER CO 80202</b>	<b>CT CORPORATION SYSTEM</b> <b>300 N 6TH ST</b>  <b>BOISE ID 83701</b>  3. Organized Under the Laws of: <b>DE C107584</b>

1. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**  
 Limited Liability Companies: Enter Names and Addresses of  **Managers** or  **Members** (check one)

Office held	Name	Street or P.O. Address	City	State	Zip
<i>SEE ATTACHED SCHEDULE</i>					

5. Signature of New Registered Agent	6. Signature <u><i>Kelly S Carter</i></u> Date <u><i>8/4/99</i></u> Name <small>(typed or Printed)</small> <u><b>Kelly S. Carter</b></u> Title <u><b>Assistant Treasurer</b></u>
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ISSUED: 07-03-1999

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**QWEST COMMUNICATIONS CORPORATION**  
**DIRECTORS AND OFFICERS**

Directors

Joseph P. Nacchio  
Craig D. Slater  
Drake S. Tempest  
Robert S. Woodruff

Officers

Joseph P. Nacchio	President and Chief Executive Officer
Robert S. Woodruff	Executive Vice President - Finance and Chief Financial Officer
Lewis O. Wilks	President – IP and Multimedia Markets
Scott Baxter	President – Internet Solutions
Lawrence J. Bouman	Executive Vice President – Product Development and Multimedia Services
Stephen Jacobsen	Executive Vice President – Business Markets
Brij Khandelwal	Executive Vice President and Chief Information Officer
Thomas J. Matthews	Executive Vice President – Human Resources
Jack McMaster	Executive Vice President - International
Larry A. Seese	Executive Vice President – Network Engineering and Operations
Nayel S. Shafei	Executive Vice President - Product Development & Architecture
Drake S. Tempest	Executive Vice President and General Counsel and Secretary
Roger J. Attick	Senior Vice President – Alternate Channel Sales
Gregory M. Casey	Senior Vice President – Broadband Capacity
Robert Cooper	Senior Vice President – Strategic Consulting
Ian Dix	Senior Vice President – Product Management and Marketing
James Garrettson	Senior Vice President – Business Market Sales
Shaun Gilmore	Senior Vice President - National Accounts
Michael Gold	Senior Vice President – IP and Multimedia Product Management
Genevieve Morelli	Senior Vice President – Government Affairs and Senior Associate General Counsel
John G. Musci	Senior Vice President – Wholesale Switch Services
Reynaldo U. Ortiz	Senior Vice President – International
Tony Scrimenti	Senior Vice President - Operations
Michael Tarpey	Senior Vice President - Communications
John C. Taylor	Senior Vice President – Consumer Markets
August B. Turturro	Senior Vice President – Network Construction
A. Dean Wandry	Senior Vice President – Government Markets and Fiber Sales
Marc B. Weisberg	Senior Vice President – Corporate Development
Barbara Brannen	Vice President – Human Resources

Andrew Carver	Vice President – Business Development - Europe
Cynthia A. Claussen	Vice President – Marketing - Commercial
Guy Cook	Vice President – Indirect Channels
Ahmet Corapcioglu	Vice President – Business Management
Thomas Donahue	Vice President – Technical Operations
Walt Donovan	Vice President – Construction
W. Terry Drach	Vice President - Finance, SP Construction Services
Dana Filip	Vice President – Transport Engineering
Robert E. Geier	Vice President – SBU Account Management
John W. Haertling	Vice President – Service Provisioning
Michael Henigar	Vice President – Network Services
Marion Jenkins	Vice President – Client Applications / Sales
George J. Keays	Vice President - Route Development and Engineering
Nick Kromenacker	Vice President – Market Planning
John McGowan	Vice President – Government Systems
Michael M. Murphy	Vice President - Strategic Pricing and Market Planning
Robert Olds	Vice President – Provisioning
Mike Perusse	Vice President – Network Engineering
Will Quinby	Vice President - Construction - Program Management
Steve Silver	Vice President – Sales Operations and Support
Robin Szeliga	Vice President - Finance
Jeff VonDeylen	Vice President – Corporate Controller
Richard Weston	Vice President – Market Plan & Strategic
Matt Wald	Vice President – Application Hosting Services
Deena Williamson	Vice President – Legal and Senior Associate Counsel
Lee W. Wolfe	Vice President - Investor Relations
Yash A. Rana	Assistant Secretary
Stephen H. Shoemaker	Vice President, Treasurer
Lee M. Weiner	Assistant Secretary, Vice President - Legal
James D. Heflinger	Assistant Secretary
Kelly S. Carter	Assistant Treasurer

**BUSINESS ADDRESS**

555 17TH STREET, SUITE 1000  
DENVER, CO 80202