

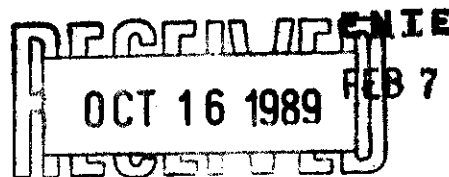
No. 89132	Idaho Corporation Annual Report Form	2. Registered Agent and Office
Return To REINSTATEMENT	Due No Later Than November 1, 1989	C T CORPORATION SYSTEM
Secretary of State Room 203, Statehouse Boise, ID 83720	1. Mailing Address — Please Correct 89132	300 NORTH 6TH STREET
SEC OF STATE	U S WEST COMMUNICATION FEDERAL S	BOISE ID 83701
* FINAL NOTICE *	WILLIAM R. COBB	3. Incorporated Under The Laws of COLORADO
NO FEE REQUIRED 90 JAN 15 AM 10 17	7400 E. ORCHARD RD., STE 3000 ENGLEWOOD CO 80111	NO: 89132

4. Names and Addresses of Officers and Directors

	Name	Street or P.O. Address	City	State	Zip
President:					
Secretary:					
Directors:					

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* REF #6- Annual Reports are Consoildated & Distributed by U S WEST Inc.

5. Nature of Business

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete

Signature
Name (Typed or Printed)

PETER J. KUSHAR

Date
Title

VP & TREASURER

U S WEST
CORPORATE
OFFICERS

JACK A. MACALLISTER
Chairman of the Board and
Chief Executive Officer

RICHARD D. MCCORMICK
President and
Chief Operating Officer

RICHARD J. CALLAHAN
Executive Vice President,
U S WEST and
President, Diversified Group

LAURENCE W. DEMUTH JR.
Executive Vice President,
General Counsel, and Secretary

HOWARD P. DOERR
Executive Vice President and
Chief Financial Officer

CHARLES M. LILLIS
Executive Vice President and
Chief Planning Officer

THOMAS F. MADISON
Executive Vice President,
U S WEST and President,
U S WEST Communications-
Markets

JAMES T. ANDERSON
Vice President and Treasurer

BRUCE R. BOND
Vice President,
Strategic Planning

DAVID I. BRENNER
Vice President and Controller

GEORGE ANN HARDING
Vice President and
Associate General Counsel

CHARLES M. LAMAR
Vice President,
Strategic Marketing

C. SCOTT MCCLELLAN
Vice President, Public Policy
and External Affairs

RICHARD A. REMINGTON
Vice President,
Human Resources

ROBERT E. RUNICE
Vice President, U S WEST and
President, Commercial
Development Division

JUDITH A. SERVOS
Vice President,
Public Relations

WINSTON J. WADE
Vice President, U S WEST and
President, U S WEST Advanced
Technologies, Inc.

H. LAIRD WALKER
Vice President,
Federal Relations

U S WEST
BOARD OF
DIRECTORS

Remedios Diaz-Oliver, 50, is chief executive officer and executive vice president of American International Container, Inc., which sells and distributes glass, plastic, and metal containers for a variety of products worldwide. Ms. Diaz-Oliver joined the U S WEST board in August 1988.

Grant A. Dove, 60, is chairman of the board and chief executive officer of Microelectronics and Computer Technology Corporation, a cooperative research venture that funds research into computer technology. He spent nearly 30 years in a number of executive and operating positions with Texas Instruments. He joined the U S WEST board in June 1988.

Shirley M. Hufstедler, 63, is a partner in the law firm of Hufstедler, Miller, Kaus & Beardsley. She served as the United States Secretary of Education during the Carter Administration and, for 11 years, as a judge of the U.S. Court of Appeals for the Ninth Circuit. Ms. Hufstедler joined the U S WEST board in 1983.

Allen F. Jacobson, 62, is chairman and chief executive officer of 3M, where he began his career more than 40 years ago as a product engineer.

He has held positions with 3M in the U.S. and abroad. He has been a member of the U S WEST board since 1983 and is chairman of the Corporate Development Committee.

Jack A. MacAllister, 61, has been chief executive officer of U S WEST since the company's inception and was named Chairman of the Board in 1986. He has more than 38 years' experience in the telecommunications industry, including seven years as president of Northwestern Bell Telephone Company. He has been a member of the U S WEST board since 1983.

Richard D. McCormick, 48, was named president of U S WEST in 1986, when he also became a member of the company's board. Mr. McCormick was president of Northwestern Bell Telephone Company before joining U S WEST as executive vice president in 1985.

Robert D. O'Brien, 75, is the former chairman of Univar Corporation, a manufacturer of chemicals, foods, and scientific apparatus. He serves as president of the Univar Foundation. He joined the U S WEST board in 1983.

Glen L. Ryland, 64, is president of RYCO, Inc. He is a former chairman, president, and chief executive officer of Frontier Holdings, Inc., and of its principal subsidiary, Frontier Airlines. He joined the U S WEST board in 1983 and is chairman of the Audit Committee.

Jack D. Sparks, 66, is the former chairman, chief executive officer and president of Whirlpool Corporation. He was elected to the U S WEST board in 1985 and is chairman of the Human Resources Committee.

William I. Spencer, 71, is the former president and chief administrative officer of Citicorp, the world's largest financial services company, and its principal subsidiary, Citibank N.A. Prior to joining Citicorp, he spent 12 years with Chemical Bank & Trust Company. He joined the U S WEST board in 1983.

William A. Strauss, 66, is the former chairman and chief policy officer of InterNorth (now Enron Corp.), a diversified oil and gas company. He became a member of the U S WEST board in 1983.

Jack H. Vollbrecht Sr., 67, is the former president of Aerojet-General Corporation, an aerospace and defense products company. Mr. Vollbrecht also served in executive capacities at Dresser Industries and International Telephone and Telegraph Company. He joined the U S WEST board in 1983.

Jerry O. Williams, 50, is the former president and chief operating officer of AM International, Inc., a manufacturer and seller of design, display, reproduction, and finishing products and supplies to the graphics industry. Mr. Williams's background includes several years in corporate planning and development for a number of companies. He joined the U S WEST board in June 1988.

Daniel Yankelovich, 64, is founder and chairman of The Daniel Yankelovich Group, a leading market research firm. He also founded Yankelovich, Skelly and White, one of the nation's largest opinion research organizations. He joined U S WEST's board in 1983 and is chairman of the Trust Investment Committee.

