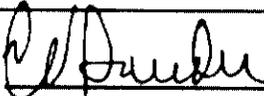


No. C104139	<b>Annual Report Form</b> 1997 <i>Due No Later Than November 30,</i>	2 Registered Agent and Office <b>NOT A P.O. BOX</b> STANLEY W WELSH 915 W WASHINGTON BOISE ID 83702																														
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 <b>NO FEE REQUIRED</b> * FIRST NOTICE *	1 Mailing Address. Please Correct If Not Correct <b>INTERNATIONAL TELEMAGEMENT</b> <b>ITG REGULATORY CONTACT</b> <b>C/O GST TELECOM, INC.</b> <b>4317 NE THURSTON WAY</b> <b>VANCOUVER WA 98662</b>	3. Organized Under the Laws of OH C104139																														
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)																																
<table style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Office held</th> <th style="text-align: left; border-bottom: 1px solid black;">Name</th> <th style="text-align: left; border-bottom: 1px solid black;">Street or P.O. Address</th> <th style="text-align: left; border-bottom: 1px solid black;">City</th> <th style="text-align: left; border-bottom: 1px solid black;">State</th> <th style="text-align: left; border-bottom: 1px solid black;">Zip</th> </tr> </thead> <tbody> <tr> <td>President</td> <td>Gary Pentecost</td> <td>4317 NE Thurston Way</td> <td>Vancouver</td> <td>WA</td> <td>98662</td> </tr> <tr> <td>Chairman of the Board Director</td> <td>John Warta</td> <td>4317 NE Thurston Way</td> <td>Vancouver</td> <td>WA</td> <td>98662</td> </tr> <tr> <td>VP, CFO, Treasurer &amp; Secretary Director</td> <td>Clifford V. Sander</td> <td>4317 NE Thurston Way</td> <td>Vancouver</td> <td>WA</td> <td>98662</td> </tr> <tr> <td>Ass't Secretary Director</td> <td>Stephen Irwin</td> <td>505 Park Avenue</td> <td>New York</td> <td>NY</td> <td>10022</td> </tr> </tbody> </table>	Office held	Name	Street or P.O. Address	City	State	Zip	President	Gary Pentecost	4317 NE Thurston Way	Vancouver	WA	98662	Chairman of the Board Director	John Warta	4317 NE Thurston Way	Vancouver	WA	98662	VP, CFO, Treasurer & Secretary Director	Clifford V. Sander	4317 NE Thurston Way	Vancouver	WA	98662	Ass't Secretary Director	Stephen Irwin	505 Park Avenue	New York	NY	10022	5.	
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6. Signature <u></u> Date <u>7-18-97</u>		Name (Typed or Printed) <u>Clifford V. Sander</u> Title <u>VP, CFO</u>																														

ISSUED: 07-04-1997

( DO NOT TAPE OR STAPLE )

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