

No. C 107295	Due no later than Aug 31, 2000 Annual Report Form	2. Registered Agent and Office NO PO BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable BUDGET CALL LONG DISTANCE, INC. 180 S CLINTON AVE ROCHESTER, NY 14646	PRENTICE-HALL CORP SYSTEM 1401 SHORELINE DR BOISE, ID 83702 3. <u>New</u> Registered Agent Signature

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>
<i>See attached list.</i>					

5. Organized Under the Laws of: DELAWARE C 107295	6. Signature <i>Barbara J. LaVerdi</i> Date <i>8/8/00</i> <i>WB</i> Name (Typed or Printed) <i>Barbara J. LaVerdi</i> Title: <i>Ass't Ser.</i> XXXX
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Directors, Officers Report

Budget Call Long Distance, Inc.

Friday, April 21, 2000

DIRECTORS

Robert L. Barrett **Director**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

Joseph P. Clayton **Director**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646

James G. Dole **Director**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

EXECUTIVE OFFICERS

Donna L. Reeves-Collins **Vice President**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646

OFFICERS

Joseph P. Clayton **Chief Executive Officer**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646

James G. Dole **Treasurer**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

Anthony J. Cassara **Senior Vice President**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

Josephine S. Trubek **Secretary**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

Barbara J. LaVerdi **Assistant Secretary**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

Richard N. Kappler **Assistant Treasurer**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0700

James F. Mulcahy **Assistant Treasurer**
Primary Address: 180 South Clinton Avenue
Rochester, New York 14646-0600

Susan I. Sipperley

Assistant Treasurer

Primary Address:

30300 Telegraph Road
Bingham Farms, Michigan 48010

Robert L. Barrett

Executive Vice President

Primary Address:

180 South Clinton Avenue
Rochester, New York 14646-0700

Joseph P. Clayton

President

Primary Address:

180 South Clinton Avenue
Rochester, New York 14646

Harold M. Winfield

Chief Financial Officer

Primary Address:

180 South Clinton Avenue
Rochester, New York 14646