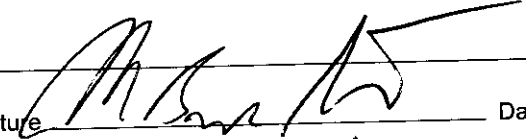


No. C 115963 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Aug 31, 2001 Annual Report Form 1. Mailing Address - Correct in this box, if applicable U.S. SOUTH COMMUNICATIONS, INC. M BROOKS SMITH 250 WILLIAMS ST STE M-100 ATLANTA, GA 30303	2. Registered Agent and Office NO PO BOX NATIONAL REGISTERED AGENTS 1423 TYRELL LN BOISE, ID 83706 3. <u>New</u> Registered Agent Signature																								
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">President</td> <td style="vertical-align: top;">M. Brooks Smith</td> <td style="vertical-align: top;">250 Williams St., Ste M100,</td> <td style="vertical-align: top;">Atlanta,</td> <td style="vertical-align: top;">GA</td> <td style="vertical-align: top;">30303</td> </tr> <tr> <td style="vertical-align: top;">Director</td> <td style="vertical-align: top;">Brenda C. Agee</td> <td style="vertical-align: top;">250 Williams St., Ste M100,</td> <td style="vertical-align: top;">Atlanta,</td> <td style="vertical-align: top;">GA</td> <td style="vertical-align: top;">30303</td> </tr> <tr> <td style="vertical-align: top;">Secretary:</td> <td colspan="5"></td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President	M. Brooks Smith	250 Williams St., Ste M100,	Atlanta,	GA	30303	Director	Brenda C. Agee	250 Williams St., Ste M100,	Atlanta,	GA	30303	Secretary:					
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5. Organized Under the Laws of: GEORGIA C 115963	6.  Signature _____ Date <u>6-14-2001</u> Name (Typed or Printed) <u>M. Brooks Smith</u> Title <u>President</u>																									