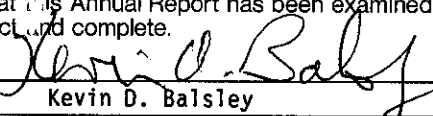
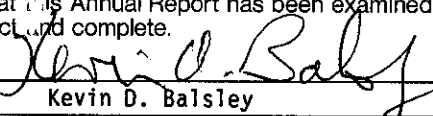
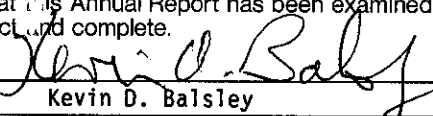


No. 78597	Idaho Corporation Annual Report Form Due No Later Than November 1, 1990		2. Registered Agent and Office																					
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED	1. Mailing Address — Please Correct		C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE ID 83701 58																					
	GTE TELECOM INCORPORATED TAX DEPARTMENT ONE STAMFORD FORUM P.O. Box 619810 STAMFORD D/FW AIRPORT		3. Incorporated Under The Laws of DE NO: 078597																					
4. Names and Addresses of Officers and Directors <table border="1"> <thead> <tr> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>President:</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Secretary:</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Directors:</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> <div style="text-align: center; font-size: 2em; font-weight: bold; margin-top: 50px;">SEE ATTACHED</div>					Name	Street or P.O. Address	City	State	Zip	President:					Secretary:					Directors:				
Name	Street or P.O. Address	City	State	Zip																				
President:																								
Secretary:																								
Directors:																								
5. Nature of Business Nonregulated Communications Services		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. <table border="0"> <tr> <td>Signature</td> <td></td> <td>Date</td> <td>10/5/90</td> </tr> <tr> <td>Name (Typed or Printed)</td> <td>Kevin D. Balsley</td> <td>Title</td> <td>Assistant Treasurer</td> </tr> </table>			Signature		Date	10/5/90	Name (Typed or Printed)	Kevin D. Balsley	Title	Assistant Treasurer												
Signature		Date	10/5/90																					
Name (Typed or Printed)	Kevin D. Balsley	Title	Assistant Treasurer																					

GTE TELECOM INCORPORATED
F.E.I.N. 16-1226981

OFFICERS

<u>NAME</u>	<u>SOCIAL SECURITY</u>	<u>TITLE</u>
Russell A. Capellino		President
Thomas B. Duane		Vice President-Marketing Telecommunications and Information Services
Marc R. Greenberg		Vice President and General Mgr- Network Management
John T. Murray		Vice-President-General Counsel and Secretary
Stephen I. Richards		Controller
George J. Lieb		Treasurer
Anthony J. Zarrella		Assistant Treasurer
Kathy L. Pefaur		Assistant Treasurer
Kevin D. Balsley		Assistant Treasurer
Susan Beahm		Assistant Secretary
Scott C. Pierce		Assistant Secretary

DIRECTORS

William E. Starkey	George J. Lieb
Russell A. Cappellino	

Date terms of Officers expire: When successor elected

The mailing address and phone numbers for all Officers and
Directors is:

GTE TELECOM INCORPORATED
GTE Place
P.O. Box 619810
West Airfield Drive
D/FW Airport, TX 75261-9810
Attn: Tax Dept.
(214)453-7000

Revised 7-24-90