

No. 7594	Idaho Corporation Annual Report Form Due No Later Than November 1, 1994	ISSUED: 07-05-1994 2. Registered Agent and Office
Return To Secretary of State Room 203, Statehouse P.O. BOX 83720 Boise, ID 83720-0080 * FIRST NOTICE * NO FEE REQUIRED	1. Mailing Address — <i>Please Correct If Not Correct</i> U S WEST COMMUNICATIONS, INC. TERRY K. STEPHENS 7900 E. ORCHARD RD. STE. 480 ENGLEWOOD CO 80155 6508	C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE ID 83701 3. Incorporated Under The Laws of CO NO: 7594

4. Names and Addresses of Officers and Directors MUST BE PRINTED OR TYPED					
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President:	A. Gary Ames	1801 California Street	Denver	CO	80202
Secretary:	Charles P. Russ, III	7800 East Orchard Road	Englewood	CO	80111
Directors:	A. Gary Ames	1801 California Street	Denver	CO	80202
	James T. Helwig	1801 California Street	Denver	CO	80202
	James M. Osterhoff	7800 East Orchard Road	Englewood	CO	80111
See attached list for additional officers.					

5. Nature of Business Telephone 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. Signature <u>Terry K. Stephens</u> Name (Typed or Printed) Terry K. Stephens Date <u>10/5/94</u> Title <u>Assistant Secretary</u>
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Directors and Officers
U S WEST Communications, Inc.

A. Gary Ames	Director
Primary Address	: 1801 California Street Suite 4540 Denver, Colorado 80202
James T. Helwig	Director
Primary Address	: 1801 California Street Suite 4540 Denver, Colorado 80202
James M. Osterhoff	Director
Primary Address	: 7800 East Orchard Road Suite 200 Englewood, Colorado 80111

Charles Lenard	Vice President
Primary : 421 S.W. Oak Street	
Address : Suite 8S03	
Portland, Oregon 97204	
C. Scott McClellan	Vice President
Primary : 1801 California Street	
Address : Suite 4700	
Denver, Colorado 80202	
Dennis I. Okamoto	Vice President
Primary : 1600 7th Avenue	
Address : Suite 3206	
Seattle, Washington 98191	
Mary E. Olson	Vice President
Primary : 1600 7th Avenue	
Address : Suite 3106	
Seattle, Washington 98191	
Gerald H. Parrick	Vice President
Primary : 1999 Broadway	
Address : Suite 800	
Denver, Colorado 80202	
Mark W. Stromberg	Vice President
Primary : 250 Bell Plaza	
Address : Suite 1614A	
Salt Lake City, Utah 84111	
Donald F. Swan	Vice President
Primary : 1801 California Street	
Address : Suite 750	
Denver, Colorado 80202	
J. Roger Fox	Assistant Treasurer
Primary : 7800 East Orchard Road	
Address : Suite 290	
Englewood, Colorado 80111	

Rahn K. Porter	Assistant Treasurer
Primary : 7800 East Orchard Road	
Address : Suite 290	
Englewood, Colorado 80111	
Shirley A. Sattler	Assistant Secretary
Primary : 7800 East Orchard Road	
Address : Suite 480	
Englewood, Colorado 80111	
Wayne G. Allcott	Vice President
Primary : 925 High - 9 Street	
Address : 9th Floor	
Des Moines, Iowa 50309	
A. Gary Ames	President & Chief Executive Officer
Primary : 1801 California Street	
Address : Suite 4540	
Denver, Colorado 80202	
Stanley P. Bader	Vice President
Primary : 6106 Yellowstone Road	
Address : Suite 310	
Cheyenne, Wyoming 82009	
Donald A. Bliss	Vice President
Primary : 3033 North Third Street	
Address : Suite 1001	
Phoenix, Arizona 85012	
J. Thomas Bouchard	Vice President
Primary : 7800 East Orchard Road	
Address : Suite 200	
Englewood, Colorado 80111	
Stephen E. Brilz	Assistant Secretary
Primary : 7800 East Orchard Road	
Address : Suite 480	
Englewood, Colorado 80111	
Charles J. Burdick	Assistant Treasurer
Primary : 7800 East Orchard Road	
Address : Suite 290	
Englewood, Colorado 80111	
Thomas A. Bystrzycki	Vice President
Primary : 150 S. 5th St.	
Address : Suite 3300	
Minneapolis, MN 55402	
William R. Cobb	Vice President
Primary : 150 South 5th Street	
Address : Suite 3300	
Minneapolis, Minnesota 55402	
Jane Evans	Vice President
Primary : 5090 North 40th Street	
Address : Suite 400	
Phoenix, Arizona 85018	
Thomas A. Garcia	Vice President
Primary : 201 Third, N.W.	
Address : Station 1200	
Albuquerque, New Mexico 87102	

Stuart S. Gunckel	Vice President & Assistant Secretary
Primary : 1801 California Street	
Address : Suite 5100	
Denver, Colorado 80202	
Catherine M. Hapka	Vice President
Primary : 150 South 5th Street	
Address : Suite 3300	
Minneapolis, Minnesota 55402	
James Hawes III	Vice President
Primary : 1314 Douglas On-The-Mall	
Address : 15th Floor	
Omaha, Nebraska 68102	
Robert C. Hawk	Vice President
Primary : 1801 California Street	
Address : Suite 2460	
Denver, Colorado 80202	
Richard D. Hegstrom	Vice President
Primary : 1801 California Street	
Address : Suite 4920	
Denver, Colorado 80202	
James T. Helwig	Vice President & Chief Financial Officer
Primary : 1801 California Street	
Address : Suite 4540	
Denver, Colorado 80202	
David L. Hinshaw	Vice President
Primary : 1801 California Street	
Address : Suite 4520	
Denver, Colorado 80202	
Ronald James	Vice President
Primary : 150 South 5th Street	
Address : Suite 3300	
Minneapolis, Minnesota 55402	
Barbara M. Japha	Assistant Secretary
Primary : 7800 East Orchard Road	
Address : Suite 480	
Englewood, Colorado 80111	
Jerry L. Johnson	Vice President
Primary : 1801 California Street	
Address : Suite 4540	
Denver, Colorado 80202	
Charles M. Lamar	Vice President
Primary : 1801 California Street	
Address : Suite 4540	
Englewood, Colorado 80111	
David R. Laube	Vice President, Controller & Treasurer
Primary : 1801 California Street	
Address : Suite 2230	
Denver, Colorado 80202	
Randy D. Meissner	Vice President
Primary : 5090 North 40th Street	
Address : Suite 400	
Phoenix, Arizona 85018	

Tracie A. Muesing	Vice President
Primary : 931 14th Street	
Address : Suite 1420	
Denver, Colorado 80202	
Russell G. Noles	Assistant Treasurer
Primary : 1801 California Street	
Address : Suite 2960	
Denver, Colorado 80202	
William R. O'Brien	Assistant Treasurer
Primary : 1801 California Street	
Address : Suite 3050	
Denver, Colorado 80202	
Richard B. O'Keefe	Vice President
Primary : 500 108th Avenue	
Address : Suite 600	
Bellevue, Washington 98004	
George D. Ruff	Vice President
Primary : 560 North Park Avenue	
Address : Suite 400	
Helena, Montana 59624	
Charles P. Russ III	Vice President, General Counsel & Secretary
Primary : 7800 East Orchard Road	
Address : Suite 200	
Englewood, Colorado 80111	
John P. Scully	Vice President
Primary : 1005 17th Street	
Address : Suite 200	
Denver, Colorado 80202	
James A. Smith	Vice President
Primary : 5090 North 40th	
Address : Suite 450	
Phoenix, Arizona 85018	
Peggy S. Smith	Assistant Secretary
Primary : 1005 17th Street	
Address : Suite 250	
Denver, Colorado 80202	
Terry K. Stephens	Assistant Secretary
Primary : 7800 East Orchard Road	
Address : Suite 480	
Englewood, Colorado 80111	
James H. Stever	Vice President
Primary : 1600 7th Avenue	
Address : Suite 3101	
Seattle, Washington 98191	
Karen Tatelman	Assistant Secretary
Primary : 1005 17th Street	
Address : Suite 250	
Denver, Colorado 80202	
Margaret F. Tumey	Assistant Treasurer
Primary : 1801 California Street	
Address : Suite 3050	
Denver, Colorado 80202	

Winston J. Wade Vice President
Primary : 1801 California Street
Address : Suite 420
Denver, Colorado 80202

Teresa Wahlert Vice President
Primary : 105 North 5th Street
Address : 5th Floor
Fargo, North Dakota 58107

Barbara L. Wilson Vice President
Primary : 999 Main Street
Address : 11th Floor
Boise, Idaho 83702

E. Allen Wright Vice President
Primary : 1801 California Street
Address : Suite 4400
Denver, Colorado 80202