



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

85614

2. Name of Corporation

ICG NetAhead, Inc.

3. Street Address Principal Business Office

161 Inverness Drive West

4. Business Phone No.

303 414 4000

5. State of Incorporation

DELAWARE

City

Englewood

State

CO

Zip

80112

6. SIC Code

7880

7. Brief Description of the Character of Business Conducted in Rhode Island

Telecommunications

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Richard Fish

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Secretary Name

Bernard L. Zuroff

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Vice President Name

John V. Colgan

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Treasurer Name

Dennis J. Martin

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Richard Fish

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Director Name

Bernard L. Zuroff

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Director Name

John Colgan

Street Address

161 Inverness Drive West

City

State

Zip

Englewood

CO

80112

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

2,000 COMM \$.01 PAR VALUE

\$.01

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

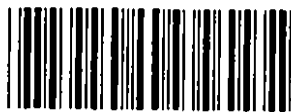
Par Value

10

COMMON

PREFERRED \$.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 8 5 6 1 4 *

File Date: 3/19/02

Check No.: 0000306255

By: TS

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Robert J. Albery
Signature of Officer Date

Robert Albery, Assistant Secretary
Print or Type Name of Officer

Title of Officer



Allen Hanuman
Paralegal
ICG Communications, Inc. its
subsidiaries & affiliates
Direct (303) 414-5997
Facsimile (303) 414-8869

March 18, 2002

Office of the Secretary of State
State of Rhode Island
Corporations Division
100 North Main Street
Providence, RI 02903-1335

Via Overnight UPS

Re: Resubmission of Profit Corporation Annual Reports For The Year 2002 For ICG
Telecom Group Inc. & ICG Netahead, Inc.

Dear Sir or Madam:

Please find enclosed the Profit Corporation Annual Report For The Year 2002 For ICG Telecom Group, Inc & ICG Netahead, Inc. Please Note that a copy of the Profit Corporation Annual Report For ICG Telecom Group was returned to your office, via regular mail March 12, 2002. Also please find checks for the payment of filing fees associated with the enclosed reports. The below information has been added to the enclosed reports.

Profit Corporation Annual Report For ICG Telecom, Inc.

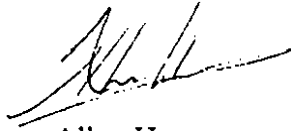
- 10. Shares Authorized, Par Value: **None**
- 11. Shares Issued, Issued Shares: **140**
- 11. Shares Issued, Class/Series: **Common**
- 11. Shares Issued. Par Value: **No Par Value**

Profit Corporation Annual Report For ICG Netahead, Inc.

- 10. Shares Authorized, Par Value: **\$.01**
- 11. Shares Issued, Issued Shares: **10**
- 11. Shares Issued, Class/Series: **Common/Preffered**
- 11. Shares Issued. Par Value: **\$.01**

If there are any questions or concerns regarding the above-added information please do not hesitate to contact me directly at 303-414-5997 or via e-mail at Allen_Hanuman@ICGcomm.com. Your assistance is appreciated.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Allen Hanuman', with a long horizontal flourish extending to the right.

Allen Hanuman

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **85614** 2. Name of Corporation **ICG NetAhead, Inc.**

3. Street Address Principal Business Office
161 Inverness Drive West, Attn.: Legal Dept.

City **Englewood** State **CO** Zip **80112**
4. Business Phone No. **(303) 406-7021** 5. State of Incorporation **DELAWARE** 6. SIC Code **7388-6676**

7. Brief Description of the Character of Business Conducted in Rhode Island

Telecommunications

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Richard Fish

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Secretary Name

Bernard L. Zuroff

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Vice President Name

John V. Colgan

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Treasurer Name

Dennis J. Martin

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Richard Fish

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Director Name

Bernard L. Zuroff

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Director Name

John V. Colgan

Street Address

161 Inverness Drive West

City **Englewood** State **CO** Zip **80112**

Director Name

Street Address

City **Englewood** State **CO** Zip **80112**

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☒

AUTHORIZED SHARES

Number of Shares **2,000** Class/Series **COMM \$0.01** Par Value **PAR VALUE**

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☒

ISSUED SHARES

Number of Shares **10** Class/Series **Common** Par Value **\$0.01**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 8 5 6 1 4 *

File Date: 2/27

Check No.: 29026

By: 2

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Robert S. Albery 2-20-01
Signature of Officer Date

Robert S. Albery
Print or Type Name of Officer

Assistant Secretary
Title of Officer

Officers Attachment
ICG Netahead, Inc.
Corp. ID No. 85614

Title	Name	Address
Assistant Vice President	Robert S. Albery	161 Inverness Drive West Englewood, CO 80112



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 2. Name of Corporation

3. Street Address Principal Business Office **85614 ICG NetAhead, Inc.**

4. Business Phone No. **3031 Tisch Way, Suite 200**

5. State of Incorporation **DELAWARE**

6. SIC Code **7880**

7. Brief Description of the Character of Business Conducted in Rhode Island

City State Zip
San Jose CA 95128-2541
6. SIC Code
7880

Internet Access

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

William S. Beans, Jr.

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

Secretary Name

H. Don Teague

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

Vice President Name - Executive

Harry R. Herbst

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

Treasurer Name

Regina A. Vegliante

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

William S. Beans, Jr.

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

Director Name

H. Don Teague

Street Address

161 Inverness Drive West

City State Zip
Englewood CO 80112

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) *

AUTHORIZED SHARES

Number of Shares Class/Series Par Value

45,000,000 SHS \$0.01 PAR

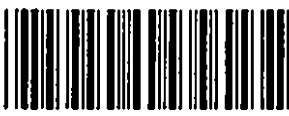
11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares Class/Series Par Value

10 Common \$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 8 5 6 1 4 *

File Date: 3/3/00

Check No.: 150622

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/21/00
Signature of Officer Date

H. Don Teague
Print or Type Name of Officer

Executive Vice President
Title of Officer

ICG NetAhead, Inc.

Addendum A

OFFICERS AND DIRECTORS AND THEIR ADDRESSES:

OFFICERS

President - William S. Beans, Jr.

Executive Vice President - Harry R. Herbst

Executive Vice President, General Counsel, and Secretary -
H. Don Teague

Senior Vice President, General Manager and Chief Operating Officer -
Michael D. Kallet

Vice President - John V. Colgan

Treasurer - Regina A. Vegliante

Vice President - Tax - Robert L. Merkel

Assistant Secretary - Kathleen M. Boelte

ADDRESS

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

3031 Tisch Way, Suite 200
San Jose, California 95128-2541

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

DIRECTORS

William S. Beans, Jr.

Harry R. Herbst

H. Don Teague

ADDRESS

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112

161 Inverness Drive West
Englewood, Colorado 80112




PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

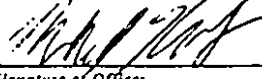
1. Corporate ID No.		2. Name of Corporation			
85614		NETCOM ON-LINE COMMUNICATION SERVICE, INC.			
3. Street Address Principal Business Office		City	State	Zip	
2 NORTH SECOND ST. PLAZA		SAN JOSE	CA	95113	
4. Business Phone No.	5. State of Incorporation		6. SIC Code		
408-881-3292	DE		7880		
7. Brief Description of the Character of Business Conducted in Rhode Island					
INTERNET ACCESS					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) ✓					
President Name		Vice President Name			
JOHN KANE		REGINA A. VEGLIANTE			
Street Address		Street Address			
813 MOFFATT COURT		9201 E. MISSISSIPPI #206			
City	State	City	State	Zip	
CASTLE ROCK	CO	DENVER	CO	80231	
80121					
Secretary Name		Treasurer Name			
H. DON TEAGUE		HARRY R. HERBST			
Street Address		Street Address			
140 DOWNING ST		4450 E. PRENTICE PLACE			
City	State	City	State	Zip	
DENVER	CO	GREENWOODVILLE	CO	80121	
80218					
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)					
Director Name		Director Name			
HARRY R. HERBST		DOUGLAS I. FALK			
Street Address		Street Address			
4450 E. PRENTICE		1001 E. BAYARD AVE #1403			
City	State	City	State	Zip	
GREENWOODVILLE	CO	DENVER	CO	80209	
80121					
Director Name		Director Name			
H. DON TEAGUE					
Street Address		Street Address			
140 DOWNING ST.					
City	State	City	State	Zip	
DENVER	CO				
80218					
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)					
11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
45,000,000	Common	\$.01	11,820,400	Common	118,204

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: 04-12-99
Check No.: 21339
By: 

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.


Signature of Officer
Date: 4/8/99
Mike Kallat
Print or Type Name of Officer
L.P. OPERATIONS
Title of Officer

Netcom On-Line Communication Services, Inc.
List of Officers and Directors

Title	Name	Business Address
President 107-40-5686	John Kane	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		813 Moffatt Court, Castle Rock, CO 80104

Title	Name	Business Address
Executive Vice President Director 521-78-7143	Harry R. Herbst	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		4450 E. Prentice Place, Greenwood Village, CO 80121

Title	Name	Business Address
Sr. Vice President, General Manager Chief Operating Officer 072-46-6191	Michael D. Kallet	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		17771 Bruce Ave, Monte Sereno, CA 95030

Title	Name	Business Address
Executive Vice President, General Counsel & Secretary Director 463-62-4907	H. Don Teague	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		140 Downing St. Denver, CO 80218

Title	Name	Business Address
Treasurer 047-50-0219	Regina A. Vegliante	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		9201 E. Mississippi #206, Denver, CO 80231

Netcom On-Line Communication Services, Inc.
List of Officers and Directors

Title	Name	Business Address
Asst Vice President - Tax 359-46-3687	Robert L. Merkel	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		844 N. St. Paul, Denver, CO 80206

Title	Name	Business Address
Assistant Secretary 513-52-6326	Kathleen M. Boelte	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		8845 Red Bush Trail, Highlands Ranch, CO 80126

Title	Name	Business Address
Director 072-42-5015	Douglas I. Falk	161 Inverness Dr. West, Englewood, CO 80112
		Residential Address
		1001 E. Bayaud Ave. #1403, Denver, CO 80209



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **85814** 2. Name of Corporation **NETCOM On-Line Communication Services, Inc.**
3. Street Address Principal Business Office **2 NORTH SECOND ST. PLAZA A** City **SAN JOSE** State **CA** Zip **95113**
4. Business Phone No. **408-881-3292** 5. State of Incorporation **DELAWARE** 6. SIC Code **7880**

7. Brief Description of the Character of Business Conducted in Rhode Island:

INTERNET ACCESS

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ✓

President Name DAVID W. GARRISON Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113	Vice President Name MICHAEL D. KALLET Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113
Secretary Name KUET JOHNSON Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113	Treasurer Name KUET JOHNSON Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ✓

Director Name Sheldon S. Ohringee Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113	Director Name JAMES D. GREENELL Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113
Director Name H. DON TEAGUE Street Address 2 NORTH SECOND ST. PLAZA A City SAN JOSE State CA Zip 95113	Director Name NONE Street Address NONE City NONE State NONE Zip NONE

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
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45,000,000 SHS \$.01 PAR

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
------------------	--------------	-----------

11,782,690	Common	117,826
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This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 8 5 6 1 4 *

File Date: **3.2.98**

Check No.: **70314**

By: **KUET JOHNSON**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: **KUET JOHNSON** Date: **2/25/98**

Print or Type Name of Officer: **KUET JOHNSON**

Title of Officer: **V.P. - CFO**

Netcom On-Line Communication Services, Inc.
List of Officers and Directors

Title	Name	Business Address
Chairman of the Board Chief Executive Officer President	David W. Garrison	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
President & Chief Operating Officer Director	Dan Yost	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Vice President - Finance Chief Financial Officer Treasurer & Secretary	Kurt Johnson	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Sr. Vice President - Products & Services	Michael D. Kallet	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
President - Netcom International	Eric Spivey	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Sr. Vice President - Planning & Development	R. Scott Wills	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Executive Vice President & Assistant Secretary	H. Don Teague	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Executive Vice President	James D. Grenfell	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Director	Sheldon S. Ohringer	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Director	James D. Grenfell	2 North 2nd Street, Plaza A, San Jose, CA 95113

Title	Name	Business Address
Director	H. Don Teague	2 North 2nd Street, Plaza A, San Jose, CA 95113



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

85614

2. Name of Corporation

NETCOM On-Line Communication Services, Inc.

3. Street Address Principal Business Office

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

4. Business Phone No.

(800) NETCOM-1

5. State of Incorporation

DELAWARE

6. SIC Code

7880

7. Brief Description of the Character of Business Conducted in Rhode Island

INTERNET SERVICE PROVIDER

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

President Name

David W. Garrison

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

Secretary Name

Clifton T. Weatherford

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

Vice President Name

Scott R. Wills.

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

Treasurer Name

NONE

Street Address

N/A

City

N/A

State

N/A

Zip

N/A

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)

Director Name

Stephen J. Getsy

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

Director Name

Gary P. Madden

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

Director Name

Charles C. Townsend, III

Street Address

2 North Second Street, Plaza A

City

San Jose

State

CA

Zip

95113

10. SHARES AUTHORIZED AND ISSUED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

45,000,000 SHS \$.01 PAR

Class/Series

Par Value

ISSUED SHARES

Number of Shares

11,630,851

Class/Series

Common

Par Value

\$0.01 = 116,308,51

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 8 5 6 1 4 *

File Date:

1-30-97

Check No.:

51189

By:

lup/sec

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Date

Clifton T. Weatherford

Print or Type Name of Officer

CFO, Senior V.P.

Title of Officer

PROFIT CORPORATION ANNUAL REPORT

1996



State of Rhode Island and Providence Plantations
James R. Langevin, Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1

Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 85614		2. NAME OF CORPORATION NETCOM On-Line Communication Services, Inc.	
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 3031 Tisch Way		CITY San Jose	STATE CA
4. BUSINESS PHONE NO. (408) 556-3292		5. STATE OF INCORPORATION DELAWARE	6. SIC CODE 7880

7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND
Provision of Internet Connectivity Services

8. NAMES AND ADDRESSES OF THE OFFICERS		
PRESIDENT NAME See Attached Statement		
VICE PRESIDENT NAME		
STREET ADDRESS		
CITY	STATE	ZIP CODE
SECRETARY NAME		
TREASURER NAME		
STREET ADDRESS		
CITY	STATE	ZIP CODE

9. NAMES AND ADDRESSES OF THE DIRECTORS		
DIRECTOR NAME See Attached Statement		
STREET ADDRESS		
CITY	STATE	ZIP CODE
DIRECTOR NAME		
STREET ADDRESS		
CITY	STATE	ZIP CODE

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
45,000,000 SHS	\$0.01 PAR	→ Incorrect			
40,000,000	Common	\$0.01	11,096,000	Common	\$0.01
5,000,000	Preferred	\$0.01	⊖		

This report must be **SIGNED IN INK** by either the
President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

Check No:

By:

Signature of Officer

C. Thomas Weatherford
Print or Type Name of Officer

CEO / EVP
Title of Officer

Date

For Secretary of State Use Only

DETACH BOTTOM BEFORE RETURNING

Attachment to the 1996 Profit Corporation Annual Report
Netcom On-Line Communications Services, Inc.
Corporate ID Number: 85614

Name	Title	Address
David W. Garrison	President, Chief Executive Officer, and Chairman of the Board	3031 Tisch Way San Jose, CA. 95128
Eric W. Spivey	President, International	3031 Tisch Way San Jose, CA. 95128
Rick C. Francis	Chief Technology Officer	3031 Tisch Way San Jose, CA. 95128
C. Thomas Weatherford	Senior Vice President and Chief Financial Officer	3031 Tisch Way San Jose, CA. 95128
Donald P. Hutchison	Senior Vice President, Sales	3031 Tisch Way San Jose, CA. 95128
Eric V. Goffney	Senior Vice President, Customer Support	3031 Tisch Way San Jose, CA. 95128
John Zeisler	Senior Vice President, Marketing	3031 Tisch Way San Jose, CA. 95128
Michael Kallet	Vice President, Software Development	3031 Tisch Way San Jose, CA. 95128
Benjamin F. Slick	Vice President, Business Services Group	3031 Tisch Way San Jose, CA. 95128
Robert E. Tomasi	Vice President, Operations	3031 Tisch Way San Jose, CA. 95128
Stephen J. Getsy	Director	Netcom On-Line Communication Services, Inc. Attn: Executive Office 3031 Tisch Way San Jose, CA. 95128
Lawrence W. Lepard	Director	Netcom On-Line Communication Services, Inc. Attn: Executive Office 3031 Tisch Way San Jose, CA. 95128
Gary P. Madden	Director	Netcom On-Line Communication Services, Inc. Attn: Executive Office 3031 Tisch Way San Jose, CA. 95128
Ofer Nemirovsky	Director	Netcom On-Line Communication Services, Inc. Attn: Executive Office 3031 Tisch Way San Jose, CA. 95128
Michael R. O'Brien	Director	Netcom On-Line Communication Services, Inc. Attn: Executive Office 3031 Tisch Way San Jose, CA. 95128