


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED

Jun 02 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
DOCUMENT # 1. Corporation Name Octel Communications Corporation		

Principal Place of Business 470 South St. Room 25214 Morristown NJ 07962	Mailing Address 475 South St Room 25214 Morristown NJ 07962
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06-22-87	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 77-0029449	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent CT Corporation 49 Stevenson Street San Francisco CA 94105		10. Name and Address of New Registered Agent	
81 Name		82 Street Address (P.O. Box Number is Not Acceptable)	
83		600002550676	
84 City		06/08/98 01030 025 ***150.00 FL 85 Zip Code	

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature typed or printed name of registered agent and date if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	11 TITLE	President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		12 NAME	W. Michael West
STREET ADDRESS		13 STREET ADDRESS	1001 Murphy Ranch Rd.
CITY-ST-ZIP		14 CITY-ST-ZIP	Milpitas CA 95035
TITLE	<input type="checkbox"/> DELETE	21 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		22 NAME	Alexander J. Gray
STREET ADDRESS		23 STREET ADDRESS	1001 Murphy Ranch Rd
CITY-ST-ZIP		24 CITY-ST-ZIP	Milpitas CA 95035
TITLE	<input type="checkbox"/> DELETE	31 TITLE	Secretary <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		32 NAME	Derek Daley
STREET ADDRESS		33 STREET ADDRESS	1001 Murphy Ranch Rd
CITY-ST-ZIP		34 CITY-ST-ZIP	Milpitas CA 95035
TITLE	<input type="checkbox"/> DELETE	41 TITLE	Treasurer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		42 NAME	Kevin G. DaSilva
STREET ADDRESS		43 STREET ADDRESS	883 King George Rd.
CITY-ST-ZIP		44 CITY-ST-ZIP	Warren NJ 07059
TITLE	<input type="checkbox"/> DELETE	51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	61 TITLE	See Attached List <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-ST-ZIP		64 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: 
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4.27.98

973-606-2717

Date

Daytime Phone #

CR2E034 (10/97)

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Directors, Officers Report**Octel Communications Corporation**

Thursday, April 02, 1998

DIRECTORS

Pamela F. Craven Director
Primary Address: 600 Mountain Ave.
Murray Hill, NJ 07974 USA

William T. O'Shea Director
Primary Address: 211 Mt. Airy Rd.
Basking Ridge, NJ 07920 USA

Richard J. Rawson Director
Primary Address: 600 Mountain Ave.
Murray Hill, NJ 07974 USA

OFFICERS

Robert Cohn ✓ Chairman and Chief Executive Officer
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

W. Michael West ✓ President and Chief Operating Officer
Primary Address: None given

Alexander J. Gray Senior Vice President
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

David J. Ladd ✓ Executive Vice President and Chief Technology Officer
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

Margaret Norton Senior Vice President
Primary Address: Midcourt-All Properties
Carrollton, TX 75006 USA

Paul Scott Senior Vice President
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

Jody Blison Vice President, Corporate Controller and Acting Chief Financial Officer
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

Donald L. Campodonico Vice President
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

Derek S. Daley ✓ Vice President, General Counsel and Secretary
Primary Address: 1001 Murphy Ranch Rd.
Milpitas, CA 95035 USA

Michael J. Holliday Vice President

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Otel Communications Corporation

Primary Address:	600 Mountain Ave. Murray Hill, NJ 07974 USA	
Robert E. Lyon		Vice President
Primary Address:	127 E. High St. New Freedom, PA 17349 USA	
Bruce D. Simpson		Vice President
Primary Address:	Midcourt- All Properties Carrollton, TX 75006 USA	
Kevin G DaSilva		Assistant Treasurer
Primary Address:	283 King George Rd. Warren, NJ 07059 USA	
Vietta C. Durnin		Assistant Treasurer
Primary Address:	283 King George Rd. Warren, NJ 07059 USA	
Steven E. Russell		Assistant Treasurer
Primary Address:	283 King George Rd. Warren, N.J. 07059 USA	
Rhonda Anderson		Assistant Secretary
Primary Address:	600 Mountain Ave. Murray Hill, NJ 07974 USA	
James W. Crenshaw		Assistant Secretary - CFO/Tax
Primary Address:	475 South St. Morristown, NJ 07962 USA	
Wayne Eggert		Assistant Secretary - CFO/Tax
Primary Address:	475 South St. Morristown, NJ 07962 USA	
Deborah Ferguson		Assistant Secretary
Primary Address:	600 Mountain Ave. Murray Hill, NJ 07962 USA	
Barbara Haque		Assistant Secretary
Primary Address:	None given	
Lawrence J. Holt		Assistant Secretary
Primary Address:	475 South St. Morristown, N.J. 07962 USA	
Janet O'Rourke		Assistant Secretary
Primary Address:	600 Mountain Ave. Murray Hill, NJ 07962 USA	
Anthony J. Pukenas		Assistant Secretary - CFO/Tax
Primary Address:	475 South St. Morristown, NJ 07962 USA	
Alice Wilkinson		Assistant Secretary - CFO/Tax
Primary Address:	475 South St. Morristown, NJ 07962 USA	