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Tel: 407-740-8575

Fax: 407-740-0613

tmi@tminc.com

Central Records Division
Texas Public Utility Commission
1701 N. Congress Avenue
Austin, TX 78701

RE: BellSouth BSE, Inc
TX Annual PUC Registration
For the year ending December 31, 2001
Project No. 25000

Dear Sir or Madam:

Enclosed please find the original and three (3) copies of the TX Annual PUC Registration for the year ending December 31, 2001, filed on behalf of BellSouth BSE, Inc. No check is enclosed as there are no remittance fees due.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Questions regarding this filing should be directed to my attention at 407-740-8575. Thank you for your assistance in this matter.

Sincerely,


Mark G. Lammer
Compliance Reporting Consultant

cc: Linda Richards - BellSouth BSE, Inc
file: BellSouth BSE, Inc - Reporting - Texas

NONDOMINANT CARRIERS ANNUAL REPORT

Section One: Basic Information

1. Name of Registrant (Known to the Public): BellSouth BSE, Inc.
Legal/Assumed Name of Registrant: same as above
Office Address (Street, City, State): 400 Perimeter Center Terrace, Suite 400 Atlanta, GA 30346
2. Mailing Address (Street/P.O. Box, City, State): same as above
3. Registrant Toll-Free Customer Service Number: 800-489-4951
Registrant Holder Office Number: 678-587-5237
Registrant Fax Number: 678-443-3470
4. Registrant Website Address: _____
Registrant Email Address: _____
5. Authorized Representative Contact (Name and Title): Linda Richards, Associate
Business Implementation & Compliance
Authorized Representative Address: 400 Perimeter Center Terraces, Suite 400, Atlanta, GA 30346
Authorized Representative Mailing Address: same as above
Authorized Representative Phone Number: 678-587-5237
Authorized Representative Fax Number: 678-443-3470
Authorized Representative Email Address: linda.s.richards@bellsouth.com
6. Form of Business (e.g. corporation, partnership, sole proprietorship): Corporation
State where Business was Formed: Delaware
Certification/Authorization Number: _____
Date Business was Formed: 7/16/1997
7. FCC Carrier Identification Code (CIC) (if available): _____
National Exchange Carriers Association (NECA) Operating Carrier Numbers (OCNs) (if available): _____

Section Two: Affiliate and Key Personnel Information

8. Legal Name of all Affiliated Telecommunications Public Utilities or Affiliated Telecommunications Companies Providing Regulated Services: None
States where Affiliates are Providing Services: Not Applicable
If the affiliate is in Texas, provide a description of the relationship to the registrant: _____

Provide Organizational Chart (if available).

9. List Directors, Officers, or Partners: See below
Provide business address, phone number, fax number, email/website address for each person listed above:

Director 1	Rex M. Adams	400 Perimeter Center Terrace, Suite 400 Atlanta, GA 30346
	Phone - 770-352-3000	Fax - 678-443-3470 Email -
Director 2	Harris R. Anthony	400 Perimeter Center Terrace, Suite 400 Atlanta, GA 30346
	Phone - 770-352-3116	Fax - 770-352-3332 Email -
Director 3	John T. Flanagan	16K Campanile, 1155 Peachtree Street, N.E. Atlanta, GA 30309
	Phone - 404-249-3890	Fax - 404-249-5568 Email -
Director 4	Rawdon W. McArthur	400 Perimeter Center Terrace, Suite 400 Atlanta, GA 30346
	Phone - 770-352-3000	Fax - 678-443-3470 Email -

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NONDOMINANT CARRIERS ANNUAL REPORT

10. List the Five Largest Shareholders (if applicable): See below
Provide business address, phone number, and email/website address for each shareholder listed above:

BellSouth Corporation

AFFIDAVIT

STATE OF Georgia §

COUNTY OF DeKalb §

1. My name is Mario L. Soto I am
President _____ of the reporting company
BellSouth BSE, Inc.

2. I swear or affirm that I have personal knowledge of the facts stated in this report on Nondominant Carriers, that I am competent to testify to them, and that I have the authority to make this report on behalf of the company. I further swear or affirm that all of the statements and representations made in this report are true and correct. I swear or affirm that the company understands and will continue to comply with all requirements of law applicable to Nondominant Carriers.

Signature
Mario L. Soto
Typed or Printed Name

SWORN TO AND SUBSCRIBED before me on the 13 day of June, 2002

Notary Public In and For the
State of Georgia

My commission expires: 4-22-2006

