

GTE CORPORATION AND SUBSIDIARIES
 February 28, 1998
 (INCLUDES ALL ACTIVE COMPANIES 50% OR MORE OWNED)

ISSUED BY CORPORATE SECRETARY'S DEPARTMENT

GTE Corporation

TELEPHONE	OPERATING	COMPANIES	GTE Data Services Incorporated	GTE Wireless Incorporated	GTE Internetworking Incorporated	INFORMATION SERVICES	GOVERNMENT SYSTEMS	OTHER OPERATIONS
GTE Mobile Incorporated	GTE Arco Holding Company Incorporated	GTE Holdings (Canada) Limited (Alberta)	GTE Data Services International Incorporated	GTE Cellular Inc.	GTE Internet Network Services Incorporated	General Telephone Decoy Company C. par A	Contel Federal Systems, Inc.	GTE China Services Incorporated
GTE Arkansas Incorporated	La Compagnie de Telecommunications de la Capitale Inc.	Compania Dominicana de Telefonos, C. par A.	GTE Data Services International Canada Incorporated	GTE Mobile Communications International Incorporated	BBN Corporation	GTE Data Services (Germany)	GTE Government Systems Corporation	GTE International Telecommunications Services LLC
GTE California Incorporated	BC TEL	Quali Telecomunicaciones, C. par A. (Dominican Republic)	GTE Airfone of Canada Incorporated	GTE Mobile Communications Service Corporation	BBN International Corporation	GTE Directories (Belgium) Limited	GTE CyberTrust Solutions Incorporated	GTS Branch LLC
Contel Advanced Systems, Inc.	BC TEL Systems Support Inc.	GTE International Telephone Incorporated	GTE Enterprise Initiatives Incorporated	GTE Mobile of Alabama Incorporated	BBN International Corporation	GTE Directories (B) SON (B)HD (B)urac)	GTE Federal Corporation	GTE Holdings Mexico, S. de R.L. de C.V.
GTE Florida Incorporated	BC TEL	Informatica 7 Telecomunicaciones, C. par A. (Dominican Republic)		GTE Mobile of Memphis II Incorporated	BBN International Corporation	GTE Directories (B)urac)	GTE Federal Corporation	GTE Data Services (S.A. de C.V.)
GTE Florida Business Connectors Corporation	Pacific Phone Communications Ltd.	GTE International Telephone Incorporated		GTE Mobile of Nashville Incorporated	BBN International Corporation	GTE Directories (B)urac)	GTE Government Systems Overseas Corporation	GTE Data Services (S.A. de C.V.)
GTE Funding Incorporated	Regional Interactive Services, Inc.	GTE International Telephone Incorporated		GTE Mobile of North Carolina Incorporated	BBN International Corporation	GTE Directories (B)urac)	GTE Government Systems Overseas Corporation	GTE Data Services (S.A. de C.V.)
GTE Hawaiian Telephone Company Incorporated	Canadian Telephone and Supplies Ltd.	GTE International Telephone Incorporated		GTE Mobile of Oklahoma Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Overseas Systems and Services Corporation	GTE Data Services (S.A. de C.V.)
GTE Hawaiian Telephone Company Incorporated	SCM International Systems (B)HD (Malaysia)	GTE Mexico, L.L.C.		GTE Mobile of San Diego Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	Telecom Systems Incorporated	GTE Data Services (S.A. de C.V.)
GTE Hawaiian Telephone Company Incorporated	Aerotech Specialties Ltd.	GTE PCS International Incorporated		GTE Mobile of Tennessee Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	Telecom Systems Incorporated	GTE Data Services (S.A. de C.V.)
The Metropolitan Telecommunications Corporation (Northern Mexico Branch)	BC TEL Mobility Properties Inc.	GTE Venezuela Incorporated		GTE Mobile of Texas Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	Contel Page International (Houston, Inc.)	GTE Data Services (S.A. de C.V.)
GTE Pacifica Incorporated (Northern Mexico Branch)	BC TEL Risk Management Inc.	VeriWorld Telecom, C.A. (Venezuela)		GTE Mobile of Utah Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	Contel Page International (Houston, Inc.)	GTE Data Services (S.A. de C.V.)
GTE Midwest Incorporated	BC TEL	Provincial S.A. (Brazil)		GTE Mobile of Virginia Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	Page Europe, Inc.	GTE Data Services (S.A. de C.V.)
GTE North Incorporated	IBM Information Systems Management (I.C.) Corporation	GTE Investments Incorporated		GTE Mobile of Washington II Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	MTX Italia (Italy)	GTE Data Services (S.A. de C.V.)
GTE Telephone Systems Incorporated	PG Helmut Health Care Systems Ltd.			GTE Mobile of Wisconsin II Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
GTE Northwest Incorporated	Single Gateway Corporation			GTE Mobile of Wyoming II Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
GTE West Coast Incorporated	System Consulting Inc.			GTE Mobile of Yukon Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
GTE South Incorporated	Mercantile International Inc.			GTE Mobile of Arizona Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
GTE Southwest Incorporated	MPI TeleTech Ltd (Brazil)			GTE Mobile of Colorado Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
Contel of Massachusetts, Inc.	CANADA INC			GTE Mobile of Connecticut Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
Contel of the South, Inc.	Pacific Design Engineering Inc.			GTE Mobile of Delaware Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
Contel Service Corporation	SSI Services			GTE Mobile of Florida Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	Telecom Group Canada (LLC) Limited			GTE Mobile of Georgia Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	373,745 B.C. Ltd.			GTE Mobile of Idaho Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	The Quebec Tel Group Inc.			GTE Mobile of Illinois Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	Quebec Telephone			GTE Mobile of Indiana Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	Quebec Tel Communications Inc.			GTE Mobile of Iowa Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	Quebec Tel Mobile Inc.			GTE Mobile of Kansas Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
	Quebec Tel International Inc.			GTE Mobile of Kentucky Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Louisiana Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Maine Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Maryland Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Massachusetts Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Michigan Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Minnesota Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Missouri Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Montana Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Nebraska Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Nevada Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of New Hampshire Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of New Jersey Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of New York Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of North Carolina Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of North Dakota Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Ohio Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Oklahoma Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Oregon Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Pennsylvania Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Rhode Island Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of South Carolina Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of South Dakota Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Tennessee Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Texas Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Utah Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Vermont Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Virginia Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Washington Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of West Virginia Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Wisconsin Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Wyoming Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Alaska Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Hawaii Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Puerto Rico Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Guam Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Northern Mariana Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of American Samoa Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)
				GTE Mobile of Tokelau Incorporated	BBN (UK) Limited	GTE Directories (B)urac)	GTE Telecom International Incorporated	GTE Data Services (S.A. de C.V.)

TELEPHONE OPERATING COMPANIES GTE Data Services Incorporated GTE Wireless Incorporated GTE Internetworking Incorporated INFORMATION SERVICES GOVERNMENT SYSTEMS OTHER OPERATIONS

INFORMATION SERVICES

GOVERNMENT SYSTEMS

OTHER OPERATIONS

WIRELESS PRODUCTS AND SERVICES

INTERNETWORKING OPERATIONS

BUSINESS DEVELOPMENT AND INTEGRATION

COMMUNICATIONS CORPORATION

NETWORK SERVICES

Post-Merger Organizational Chart

