


**FOR PROFIT CORPORATION  
UNIFORM BUSINESS REPORT (UBR)**

FILED

04 MAR 26 AM 8:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # F0000005818 1. Entity Name Vélocitel Management Services, Inc.	
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**DO NOT WRITE IN THIS SPACE**

2. Principal Place of Business 18071 Fitch Ave Suite, Apt. #, etc. Suite 200 City & State Irvine, CA Zip 92614 Country USA	3. Mailing Address 18071 Fitch Ave Suite, Apt. #, etc. Suite 200 City & State Irvine, CA Zip 92614 Country USA
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DO NOT WRITE IN THIS SPACE

4. FEI Number 33-0860621	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required

**DO NOT WRITE IN THIS SPACE**

7. Name and Address of Current Registered Agent	
Name	Laura Brainard
Street Address (P.O. Box Number is Not Acceptable)	3819 SW 61st Ave
City	Miami
State	FL
Zip Code	33155

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when resigning)</small>	DATE _____
January 1 - May 1 Fee is \$150.00 After May 1, Fee is \$550.00 Amended UBR is \$61.25 Make Check Payable to Florida Department of State	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees

10. OFFICERS AND DIRECTORS			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P John P Powers 18071 Fitch Ave Suite 200 Irvine, CA 92614	TITLE NAME STREET ADDRESS CITY-ST-ZIP	U00000091955 03/18/04-80029-012 150.00
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T Steve Chiotti 18071 Fitch Ave Suite 200 Irvine, CA 92614	TITLE NAME STREET ADDRESS CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Please see the attached sheet for directors	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>DO NOT WRITE IN THIS SPACE</b>
TITLE NAME STREET ADDRESS CITY-ST-ZIP		TITLE NAME STREET ADDRESS CITY-ST-ZIP	
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12. 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 report or supplemental 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 10 or on an attachment with an address, with all other like empowered.

SIGNATURE:  John Powers	Date: 3-12-04	Daytime Phone #: 949-809-4999
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CR2E034B (12/02)

STATE OF FLORIDA  
STATEMENT BY FOREIGN STOCK CORPORATION

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F00000005818

OFFICERS AND DIRECTORS OF VELOCITEL MANAGEMENT SERVICES

As of January 5, 2004

<b>DIRECTOR</b>	<b>ADDRESS</b>
James R. Estes	Velocitel, Inc., 18071 Fitch Ave, Suite 200, Irvine, CA 92614
Avy H. Stein	Willis Stein & Partners III, L.P., One Wacker Dr, Ste 4800, Chicago, IL 60606
Robert C. Froetscher	Willis Stein & Partners III, L.P., One Wacker Dr, Ste 4800, Chicago, IL 60606
Ronald L. Blake	Orius Corp, 1000 Hart Road, Ste 140, Barrington, IL 60010
Chris Boehm	834 W. Buckingham Place, Unit 1E 60657