

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

**FILED**  
**Apr 20, 1999 8:00 am**  
**Secretary of State**

04-20-1999 90214 027 \*\*\*150.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   |                                                                                         |                                                                                                                                                    |  |
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| <b>PROFIT CORPORATION ANNUAL REPORT 1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                    |  |  |                                                                                         | FLORIDA DEPARTMENT OF STATE<br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS                                           |  |
| <b>DOCUMENT # F93000003116</b><br>1. Corporation Name<br><b>UNITED COMMUNICATIONS SYSTEMS, INC. OF ILLINOIS</b>                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   |                                                                                         |                                                                                                                                                    |  |
| Principal Place of Business<br><b>401 N. MICHIGAN #206<br/>CHICAGO IL 60611-5555</b>                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                   | Mailing Address<br><b>1221 ABRAMS ROAD<br/>SUITE 100<br/>RICHARDSON TX 75081<br/>US</b> |                                                                                                                                                    |  |
| 2. Principal Place of Business<br><b>21</b>                                                                                                                                                                                                                                                                                                                                                                                                                     |  | 2a. Mailing Address<br><b>26</b>                                                  |                                                                                         | 3. Date Incorporated or Qualified<br><b>07/07/1993</b>                                                                                             |  |
| Suite, Apt. #, etc.<br><b>22</b>                                                                                                                                                                                                                                                                                                                                                                                                                                |  | Suite, Apt. #, etc.<br><b>27</b>                                                  |                                                                                         | 4. FEI Number<br><b>36-3832265</b>                                                                                                                 |  |
| City & State<br><b>23</b>                                                                                                                                                                                                                                                                                                                                                                                                                                       |  | City & State<br><b>28</b>                                                         |                                                                                         | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                                    |  |
| Zip<br><b>24</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                |  | Zip<br><b>29</b>                                                                  |                                                                                         | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                              |  |
| Country<br><b>25</b>                                                                                                                                                                                                                                                                                                                                                                                                                                            |  | Country<br><b>30</b>                                                              |                                                                                         | 8. This corporation owes the current year Intangible<br>Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |
| 9. Name and Address of Current Registered Agent<br><b>WEIN, BILL<br/>1101 GULF BREEZE BOX 141<br/>GULF BREEZE FL 32561</b>                                                                                                                                                                                                                                                                                                                                      |  |                                                                                   | 10. Name and Address of New Registered Agent                                            |                                                                                                                                                    |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | 81 Name                                                                                 |                                                                                                                                                    |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | 82 Street Address (P.O. Box Number is Not Acceptable)                                   |                                                                                                                                                    |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | 83                                                                                      |                                                                                                                                                    |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | 84 City <b>FL</b> 85 Zip Code                                                           |                                                                                                                                                    |  |
| 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 _____ (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                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition             |                                                                                                                                                    |  |
| NAME <b>FOSTER, CRAIG J</b>                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   | 1.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS <b>401 N. MICHIGAN, STE 206</b>                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 1.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP <b>CHICAGO IL 60611</b>                                                                                                                                                                                                                                                                                                                                                                                                                             |  |                                                                                   | 1.4 CITY-ST-ZIP                                                                         |                                                                                                                                                    |  |
| TITLE <input type="checkbox"/> DELETE                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition             |                                                                                                                                                    |  |
| NAME <b>FOSTER, JAMES R</b>                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   | 2.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS <b>401 N. MICHIGAN, STE 206</b>                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 2.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP <b>CHICAGO IL 60611</b>                                                                                                                                                                                                                                                                                                                                                                                                                             |  |                                                                                   | 2.4 CITY-ST-ZIP                                                                         |                                                                                                                                                    |  |
| TITLE <input type="checkbox"/> DELETE                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 3.1 TITLE <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition  |                                                                                                                                                    |  |
| NAME <b>DT HUGHES, DAVID E</b>                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 3.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS <b>4230 LBJ FREEWAY, STE 218</b>                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | 3.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP <b>DALLAS TX 75244</b>                                                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                   | 3.4 CITY-ST-ZIP                                                                         |                                                                                                                                                    |  |
| TITLE <input type="checkbox"/> DELETE                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition             |                                                                                                                                                    |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                   | 4.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 4.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   | 4.4 CITY-ST-ZIP                                                                         |                                                                                                                                                    |  |
| TITLE <input type="checkbox"/> DELETE                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition             |                                                                                                                                                    |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                   | 5.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 5.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   | 5.4 CITY-ST-ZIP                                                                         |                                                                                                                                                    |  |
| TITLE <input type="checkbox"/> DELETE                                                                                                                                                                                                                                                                                                                                                                                                                           |  |                                                                                   | 6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition             |                                                                                                                                                    |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                   | 6.2 NAME                                                                                |                                                                                                                                                    |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 6.3 STREET ADDRESS                                                                      |                                                                                                                                                    |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   | 6.4 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, with all other like empowered.

SIGNATURE: DAVID E HUGHES 4/16/99 9726698300, X104  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/91)