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May 17, 1999 8:00 am
Secretary of State

05-17-1999 90028 003 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999	FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P28942 ✓ok
 1. Corporation Name

VALUE-ADDED COMMUNICATIONS, INC.

Principal Place of Business 1601 N. COLLINS BLVD RICHARDSON, TX 75080	Mailing Address 1601 N. COLLINS BLVD. RICHARDSON, TX 75080
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 1601 N. COLLINS BLVD Suite, Apt. #, etc.		2a. Mailing Address 26 1601 N. COLLINS BLVD Suite, Apt. #, etc.		3. Date Incorporated or Qualified 4/13/90	
22 City & State 23 RICHARDSON, TX		27 City & State 28 RICHARDSON, TX		4. FEI Number 36-3617386	
24 75080 25 USA		29 75080 30 USA		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent			

CT CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION, FL 33324

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	FL
83	
84 City	

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 _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SEE ATTACHED <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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: Walter K. Kaudelka WALTER K. KAUDELKA 972-664-2600
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

553486-90028-3
P28942

VALUE-ADDED COMMUNICATIONS, INC.

FEDERAL TAX ID #36-3617386

DATE OF INCORPORATION: 10/25/88

STATE OF INCORPORATION: DELAWARE

**Main Business Address: 1601 N Collins Blvd.
Richardson, TX 75080**

OFFICERS

Jerry D. Gibson
1601 N Collins Blvd.
Richardson TX, 75080
Chairman of the Board, CEO, President

Kermit D. Heaton
1601 N Collins Blvd.
Richardson TX, 75080
Executive Vice President

Walter K. Kaudelka
1601 N Collins Blvd
Richardson TX, 75080
VP, Finance & Controller

David V. Menke
1601 N. Collins Blvd.
Richardson TX, 75080
Assistant controller & Assistant Secretary

DIRECTORS

Jerry D. Gibson
1601 N Collins Blvd.
Richardson TX, 75080
Chairman of the Board, CEO, President

Kermit D. Heaton
1601 N Collins Blvd.
Richardson TX, 75080
Executive Vice President