

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

FILED
Mar 19 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F93000001801 (0)
1. Corporation Name
PHOTOCOMM, INC.

Principal Place of Business 7681 E. GRAY RD. SCOTTSDALE AZ 85260	Mailing Address P. O. BOX 14670 SCOTTSDALE AZ 85267 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 04/13/1993	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		4. FEI Number 86-0411983	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent KIRKPATRICK, LANNY C/O WESTINGHOUSE MC551 4400 ALAFAYA TRAIL ORLANDO FL 32826				10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 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 _____ DATE _____
(Signature, typed or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DC ANDERSON, DONALD E 11804 N. SUNDOWN DR. SCOTTSDALE AZ 85260 <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 SEE ATTACHED SCHEDULE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D KUHN, JOHN N 558 LINE ROCK ROAD LIME ROCK CT <input checked="" 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	D BAKER, WALTER 5300 THREE POINTS BLVD. MOUNT MN 55364 <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	P COORS, JOHN K 7681 E GRAY RD SCOTTSDALE AZ <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	D CUMMINS, GERALD M 1270 BROADWAY, SUITE 803 NEW YORK NY <input checked="" 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	D COORS, JEFFREY H ACX TECHNOLOGIES, 16000 TABLE MTN PKWAY GOLDEN CO <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.

SIGNATURE:  Jeffrey C. Brines 3/9/98 602-948-8003

CR2E034 (10/97)

SCHEDULE OF OFFICERS AND DIRECTORS

OFFICERS

John Coors, President
7681 E. Gray Road
Scottsdale, AZ 85260

Jeffrey Brines, CFO, Secretary, Treasurer
7681 E. Gray Road
Scottsdale, AZ 85260

Michael Davis, COO, Vice President
7681 E. Gray Road
Scottsdale, AZ 85260

Myron Anduri, Vice President
7681 E. Gray Road
Scottsdale, AZ 85260

Ronald Kenedi, Vice President
7681 E. Gray Road
Scottsdale, AZ 85260

Tom Dyer, Vice President
7681 E. Gray Road
Scottsdale, AZ 85260

DIRECTORS

Jeff Coors, Chairman of the Board
ACX Technologies
16000 Table Mountain Parkway
Golden, CO 80403

John Coors, Director
Photocomm, Inc.
7681 E. Gray Road
Scottsdale, AZ 85260

Jed Burnham, Director
ACX Technologies
16000 Table Mountain Parkway
Golden, CO 80403

Gerrit Wolfaardt, Director
830 S. War Eagle Drive
Colorado Springs, CO 80919

Norman Miller, Director
Interstate Batteries
12770 Merit Drive, Suite 400
Dallas, TX 75251

Donald Anderson, Director
11804 N. Sundown Drive
Scottsdale, AZ 85260

Walter Baker, Director
Attorney at Law
440 France Place
3601 Minnesota Drive
Bloomington, MN 55435