

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

FILED
May 20 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 # F94000002085 (8)
 1. Corporation Name
WIRELESS BROADCASTING SYSTEMS OF FT. PIERCE, INC



Principal Place of Business 8423 S. US HWY. 1 PT. ST. LUCIE FL 33952	Mailing Address 9250 E. COSTILLA AVE. STE. 325 ENGLEWOOD CO 80112
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
04/21/1994

2. Principal Place of Business	2a. Mailing Address	4. FEI Number 36-3942574	Applied For Not Applicable
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
22 City & State	27 City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
23 Zip	28 Country	29 Zip	30 Country
24	25	29	30

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND RD. PLANTATION FL 33324	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 _____ (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	AS	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DEVERS, ROBERT	1.2 NAME	D Johnson, George
STREET ADDRESS	2220 E WEATHERSTONE CIR	1.3 STREET ADDRESS	450 E. Las Olas Blvd, Ste 10
CITY-ST-ZIP	HIGHLANDS RANCH CO 80126	1.4 CITY-ST-ZIP	Ft. Lauderdale FL 33301
TITLE	PD	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	KINGERY, WILLIAM	2.2 NAME	Muehlstein, John
STREET ADDRESS	312 QUINTO	2.3 STREET ADDRESS	401 N. Clark Street, Ste 3100
CITY-ST-ZIP	CASTLE ROCK CO 80104	2.4 CITY-ST-ZIP	Chicago IL 60601
TITLE	D	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	PEDERSON, PEER	3.2 NAME	Wilson, Sharan
STREET ADDRESS	161 N. CLARK ST., #3100	3.3 STREET ADDRESS	9250 E. Costilla Ave, Ste 325
CITY-ST-ZIP	CHICAGO IL	3.4 CITY-ST-ZIP	Englewood Co 80112
TITLE	D	4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BUNTRUCK, DEAN L	4.2 NAME	Scurto, Chris
STREET ADDRESS	3003 BUTTERFIELD RD.	4.3 STREET ADDRESS	9250 E. Costilla Ave, Ste 325
CITY-ST-ZIP	OAK BROOK IL 60521	4.4 CITY-ST-ZIP	Englewood Co 80112
TITLE	VGC	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RICHTER, JENNIFER L	5.2 NAME	
STREET ADDRESS	9250 E. COSTILLA AVE., STE. 325	5.3 STREET ADDRESS	
CITY-ST-ZIP	ENGLEWOOD CO 80112	5.4 CITY-ST-ZIP	
TITLE	TS	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DICKEY, JEB	6.2 NAME	
STREET ADDRESS	9250 E. COASTELLA AVE., #325	6.3 STREET ADDRESS	
CITY-ST-ZIP	ENGLEWOOD CO	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 as an attachment with an address.

SIGNATURE: *Robert Devers* **ROBERT DEVERS** *CONTROL* **CONTROL** (303) 644-1195

CR2E034 (10/97)

WIRELESS BROADCASTING SYSTEMS OF FT. PIERCE, INC
8423 S. US #1
PORT ST. LUCIE, FL 34952
PHONE # 561/871-1859
FAX # 561/871-0155

OFFICERS AND DIRECTORS

NAME	TITLE	ADDRESS
DEAN BUNTROCK*	CHAIRMAN	3003 BUTTERFIELD ROAD OAKBROOK, IL 60521
GEORGE JOHNSON	DIRECTOR	EXTENDED STAY AMERICA, INC. 450 E. LAS OLAS BLVD. SUITE 110 FT. LAUDERDALE, FL 33301
PEER PEDERSEN*	DIRECTOR	PEDERSEN & HOUP 161 N. CLARK STREET SUITE 3100 CHICAGO, IL 60601
JOHN MUEHLSTEIN	ASSISTANT SECRETARY	PEDERSEN & HOUP 161 N. CLARK STREET SUITE 3100 CHICAGO, IL 60601
BILL KINGERY*	PRESIDENT, CHIEF EXECUTIVE OFFICER & DIRECTOR	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112
SHARAN WILSON	CHIEF OPERATING OFFICER	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112
CHRIS SCURTO	VICE PRESIDENT OF MARKETING	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112
JEB DICKEY*	CHIEF FINANCIAL OFFICER, TREASURER & ASSISTANT SECRETARY	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112
ROBERT DEVERS*	CONTROLLER & ASSISTANT SECRETARY	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112
JENNIFER RICHTER*	VICE PRESIDENT, GENERAL COUNSEL & SECRETARY	9250 E. COSTILLA AVE., SUITE 325 ENGLEWOOD, CO 80112