

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

**APPROVED
AND
FILED**

98 OCT 21 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000002719
 1. Corporation Name
 U S WEST Business Resources, Inc. W08-18436

Principal Place of Business: Englewood, CO
 Mailing Address: 188 Inverness Drive West, Englewood, CO 80112

REINSTATEMENT 96-98
DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
25. Country	29. Country
30. Country	

3. Date Incorporated or Qualified	4. FEI Number	Applied For
05/24/94	84-0933690	<input checked="" type="checkbox"/> Not Applicable
5. Certificate of Status Desired	6. Election Campaign Financing	\$8.75 Additional Fee Required
<input checked="" type="checkbox"/>	Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent
 CT Corporation System
 1200 South Pine Island Road
 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
			FL	

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: See Attached (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	Director <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Solomon D. Trujillo	1.2 NAME	
STREET ADDRESS	1801 California Street	1.3 STREET ADDRESS	900002673188-4
CITY-ST-ZIP	Suite 5200 Denver, CO 80202	1.4 CITY-ST-ZIP	-10/27/98-01033-017
TITLE	President <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Bryan F. Cook	2.2 NAME	***1067.50 ***1067.50
STREET ADDRESS	700 West Mineral	2.3 STREET ADDRESS	
CITY-ST-ZIP	Rm. MVA 14-35 Littleton, CO 80120	2.4 CITY-ST-ZIP	
TITLE	Assistant Treasurer <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	David Graff	3.2 NAME	
STREET ADDRESS	8200 E. Belleview	3.3 STREET ADDRESS	
CITY-ST-ZIP	Suite 500 Englewood, CO 80111	3.4 CITY-ST-ZIP	
TITLE	Assistant Secretary <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Glenda M. Hajar	4.2 NAME	
STREET ADDRESS	1801 California Street	4.3 STREET ADDRESS	
CITY-ST-ZIP	Suite 5100 Denver, CO 80202	4.4 CITY-ST-ZIP	
TITLE	Treasurer <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Oscar X. Munoz	5.2 NAME	
STREET ADDRESS	1801 California Street	5.3 STREET ADDRESS	
CITY-ST-ZIP	Suite 4920 Denver, CO 80202	5.4 CITY-ST-ZIP	
TITLE	Secretary <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Antonia D. Ozeroff	6.2 NAME	
STREET ADDRESS	1801 California Street	6.3 STREET ADDRESS	
CITY-ST-ZIP	Suite 5200 Denver, CO 80202	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.

SIGNATURE: Glenda M. Hajar Glenda M. Hajar 09/30/98 (303) 672-2739

CR2E034 (10/97)

APPLICATION FOR REINSTATEMENT FOR

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE.

RA for signature only

Read Instructions on Other Side Before Making Entries
Make Check Payable To: Department of State

1. Name and Mailing Address of Corporation: **DOCUMENT # F94000002719**

U S WEST Business Resources, Inc.
 188 Inverness Drive West
 Englewood, CO 80112

2. If Address in Block 1 is incorrect in any way, enter the correct address below. The NAME of the corporation can be changed only by filing an amendment.

Address

Address

City and State

Zip Code

If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box

3. Date Incorporated or Qualified To Do Business in Florida **05/24/94**

4. FEI Number **84-0933690**

FEI Number Applied For
 FEI Number Not Applicable

5. Names and Street Addresses of Each Officer and/or Director

1 Title	2 Names of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City and State
Director	Solomon D. Trujillo	1801 California Street Suite 5200	Denver, CO 80202
Pres.	Bryan F. Cook	700 West Mineral Rm. MNA 14-35	Littleton, CO
Asst. Treas.	David Graff	8200 E. Belleview Suite 500	Englewood, CO 80111
Asst. Sec.	Glenda M. Hijar	1801 California Street Suite 5100	Denver, CO 80202
Treas.	Oscar X. Munoz	1801 California Street Suite 4920	Denver, CO 80202

This corporation has liability for intangible tax under section 199.032, Florida Statutes. Yes No
 For intangible tax information call Department of Revenue 904-488-6800.

REGISTERED AGENT INFORMATION

7. Name and Address of New Registered Agent

Name
 U S WEST Business Resources, Inc.

Street Address (Do NOT Use P.O. Box Number)
 c/o C T Corporation System

Street Address (Do NOT Use P.O. Box Number)
 1200 South Pine Island Road

City and State
 Plantation

FL

Zip Code
 33324

6. Name and Address of Current Registered Agent

8. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of section 607.0505, F.S.

Signature of Registered Agent *Marcia J. Sunahara*

Date October 5, 1998

REGISTERED AGENT MUST SIGN

9. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

Signature of Officer or Director *Glenda M. Hijar*

Date 9-30-98

Phone # (303) 672-2739

Typed or printed name of signing officer or director Glenda M. Hijar - Assistant Secretary

10. Should you desire a certificate of status check the box.

CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required for a Certificate of Status

U S WEST Business Resources, Inc.
Directors and Officers as of Wednesday, September 30, 1998

Directors

Minimum: 1 Maximum: 3 Current: 1 Authorised number: 3 Quorum: 0

<i>Name</i>	<i>Elected</i>	<i>Citizenship</i>	<i>Residence</i>
Solomon D. Trujillo	8/4/97		

[A] indicates an Associate Director

Officers

<i>Title</i>	<i>Name</i>	<i>Appointed</i>
President	Bryan F. Cook	3/17/97
Secretary	Antonia D. Ozeroff	5/19/97
Treasurer	Oscar X. Munoz	8/4/97
Assistant Secretary	Debra S. Gallegos	4/3/98
Assistant Treasurer	David Graff	1/26/98
Assistant Secretary	Glenda M. Hajar	1/1/95
Assistant Secretary	Thomas O. McGimpsey	4/3/98
Assistant Treasurer	Ken Roper	8/4/97