

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

FILED

**May 15 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000005566 (4)
1. Corporation Name
SCI DEVELOPMENT SERVICES INCORPORATED



Principal Place of Business 14100 E 35TH PLACE AURORA CO 80011 US	Mailing Address 7777 MARKET CENTER AVENUE EL PASO TX 79912-9411 US
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2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 10/26/1984	3a. Date of Last Report 05/01/1996
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number 74-2719602	Applied For <input type="checkbox"/> Not Applicable
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24. Country	29. Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET, SUITE 105 TALLAHASSEE FL 32301	10. Name and Address of New Registered Agent
81. Name	
82. Street Address (P.O. Box Number is Not Acceptable)	
83.	
84. City	FL
	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 C	<input type="checkbox"/> DELETE	1.1 TITLE C	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME BROOKSHER, K DANE		1.2 NAME Brooksher, K. Dane	
STREET ADDRESS 14100 E 35TH PLACE		1.3 STREET ADDRESS 14100 E. 35th Place	
CITY-ST-ZIP AURORA CO		1.4 CITY-ST-ZIP Aurora, CO 80011	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE CD	<input type="checkbox"/> DELETE	2.1 TITLE D / C	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME WATTLES, THOMAS G		2.2 NAME Wattles, Thomas G.	
STREET ADDRESS 125 LINCOLN AVENUE, STE 300		2.3 STREET ADDRESS 125 Lincoln Avenue	
CITY-ST-ZIP SANTA FE NM		2.4 CITY-ST-ZIP Santa Fe, NM 87501	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE V	<input type="checkbox"/> DELETE	3.1 TITLE Senior V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME MADSEN, DONALD W		3.2 NAME Madsen, Donald W.	
STREET ADDRESS 14100 E 35TH PLACE		3.3 STREET ADDRESS 14100 E. 35th Place	
CITY-ST-ZIP AURORA CO		3.4 CITY-ST-ZIP Aurora, CO 80011	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE V	<input type="checkbox"/> DELETE	4.1 TITLE V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME GOTTLIEB, JEFFREY S.		4.2 NAME Gottlieb, Jeffrey S.	
STREET ADDRESS 7777 MARKET CENTER AVENUE		4.3 STREET ADDRESS 7777 Market Center Avenue	
CITY-ST-ZIP EL PASO TX		4.4 CITY-ST-ZIP El Paso, TX 79912	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE D	<input type="checkbox"/> DELETE	5.1 TITLE D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME BLANKENSHIP, C RONALD		5.2 NAME Blankenship, C. Ronald	
STREET ADDRESS 125 LINCOLN AVENUE		5.3 STREET ADDRESS 125 Lincoln Avenue	
CITY-ST-ZIP SANTA FE NM		5.4 CITY-ST-ZIP Santa Fe, NM 87501	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE D	<input checked="" type="checkbox"/> DELETE	6.1 TITLE D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME MANNO, ANTHONY R		6.2 NAME Dressler Jr., David C.	
STREET ADDRESS 11 S. LASALLE STREET, 2ND FLOOR		6.3 STREET ADDRESS 125 Lincoln Avenue	
CITY-ST-ZIP CHICAGO IL		6.4 CITY-ST-ZIP Santa Fe, NM 87501	

14. I do 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: *[Signature]* **Jeffrey S. Gottlieb** Date: **4/21/97** Daytime Phone #: **910-877-2500**

CR2E034 (9/96)

SCI Development Services Incorporated
Florida Profit Corporation Annual Report
Additional List of Officers

Doc. #: F94000005566(4)
FEIN: 74-2719062

<u>Titles</u>	<u>Name</u>	<u>Address</u>
M	Lyons III, Irving F.	47775 Fremont Boulevard Fremont, CA 94538
M	Schwartz, Jeffrey H.	14100 E. 35th Place Aurora, CO 80011
M	Watson, Robert J.	14100 E. 35th Place Aurora, CO 80011
V	Adriani, Albert D.	11 South LaSalle St, 2nd Floor Chicago, IL 60603
V	Boris, Darcy B.	125 Lincoln Avenue Santa Fe, NM 87501
V	Chapman, Mark J.	125 Lincoln Avenue Santa Fe, NM 87501
V / Assistant T	Cyr, Jayson C.	7777 Market Center Avenue El Paso, TX 79912
V	Degner, Mark H.	14100 E. 35th Place Aurora, CO 80011
V	Engle, Susan P.	7777 Market Center Avenue El Paso, TX 79912
V	Finke, Gabe L.	14100 E. 35th Place Aurora, CO 80011
V	Mercer, J. Thomas	14100 E. 35th Place Aurora, CO 80011
V / Assistant T	Morgan Jr., Gerald R.	125 Lincoln Avenue Santa Fe, NM 87501
V	Hutchison, J. Robert	7777 Market Center Avenue El Paso, TX 79912
V	Jason, M. Marc	14100 E. 35th Place Aurora, CO 80011
V	Lester, G. Ronald	7777 Market Center Avenue El Paso, TX 79912
V / T	Long, Edward F.	7777 Market Center Avenue El Paso, TX 79912

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<u>Titles</u>	<u>Name</u>	<u>Address</u>
V	Munson, Duane K.	7777 Market Center Avenue El Paso, TX 79912
V / S	Amir, Ariel	125 Lincoln Avenue Santa Fe, NM 87501
Assistant S	Krongard, Tasha L.	125 Lincoln Avenue Santa Fe, NM 87501
Assistant T	Dodds, Vincent L.	7777 Market Center Avenue El Paso, TX 79912