

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

|                                               |                                                                                                                                                                                               |
|-----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>CORPORATION<br/>ANNUAL REPORT<br/>1995</b> |  <b>FLORIDA DEPARTMENT OF STATE<br/>Sandra B. Morton<br/>Secretary of State<br/>DIVISION OF CORPORATIONS</b> |
|-----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**DOCUMENT # F94000006321 (3)**  
1. Corporation Name  
**AFFINITY RETIREMENT SERVICES, INC.**

|                                                                              |                                                                  |
|------------------------------------------------------------------------------|------------------------------------------------------------------|
| Principal Place of Business<br><b>PO BOX 173361<br/>DENVER CO 80217-3361</b> | Mailing Address<br><b>PO BOX 173361<br/>DENVER CO 80217-3361</b> |
|------------------------------------------------------------------------------|------------------------------------------------------------------|

|                                      |                           |
|--------------------------------------|---------------------------|
| 2. Principal Place of Business<br>21 | 2b. Mailing Address<br>26 |
| Suite, Apt. #, etc.<br>22            | Suite, Apt. #, etc.<br>27 |
| City & State<br>23                   | City & State<br>28        |
| Zip<br>24                            | Country<br>25             |
| Zip<br>29                            | Country<br>30             |

DO NOT WRITE IN THIS SPACE

|                                                                                                                                                                |                                           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>12/09/1994</b>                                                                                                         | 3a. Date of Last Report                   |
| 4. FEI Number<br><b>84-1158337</b>                                                                                                                             | Applied For<br>Not Applicable             |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                      | <b>\$8.75 Additional<br/>Fee Required</b> |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                             | <b>\$5.00 May Be<br/>Added to Fees</b>    |
| 8. This corporation has liability for intangible tax under S. 199.032,<br>Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                           |

9. Name and Address of Current Registered Agent

**THE PRENTICE HALL CORPORATION SYSTEM, INC.  
1201 HAYS ST., STE. 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 \_\_\_\_\_ (Signature, Name or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when no corporation) DATE \_\_\_\_\_

| 12. OFFICERS AND DIRECTORS |                            | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
|----------------------------|----------------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| TITLE                      | C                          | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | JENSEN, KENNETH R          | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 707 W. ALGONQUIN ROAD      | 1.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | ARLINGTON HEIGHTS IL 60005 | 1.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | P                          | 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | MASSA, MARK W              | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 717 17TH ST.               | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | DENVER CO 80202            | 2.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | S                          | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | LEHNUS, LISA L             | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 717 17TH ST.               | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | DENVER CO 80202            | 3.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                            | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                            | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                            | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                            | 4.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                            | 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                            | 5.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                            | 5.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                            | 5.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                            | 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                            | 6.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                            | 6.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                            | 6.4 CITY-ST-ZIP                                       |                                                                   |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(b), 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 of this report or on an attachment with an address.

**SIGNATURE:**  **4/27/95 (303) 294-2298**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date (Type name if new)  
**Mark Massa - President**