

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

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

98 JUL -9 PM 1:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F95000001200

1. Corporation Name

SmarTalk TeleServices, Inc.

Principal Place of Business

Mailing Address

5080 Tuttle Crossing
Dublin, Ohio 43017

5080 Tuttle Crossing
Dublin, Ohio 43017

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

03/14/95

4. FEI Number

95-4502740

Applied For
Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30. Yes No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

25 Country

28 Zip

30 Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT Corporation System
1200 S. Pine Island Road
Plantation, FL 33324

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, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent Signature required when reinstating)

DATE

THOMAS BERKLEY, Vice President 7/6/98

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

SEE ATTACHMENT A

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

☐ Change ☐ Addition

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

☐ Change ☐ Addition

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

☐ Change ☐ Addition

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

☐ Change ☐ Addition

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

☐ Change ☐ 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.

CR2E034 (10/97)

20/2

FLORIDA PROFIT CORPORATION ANNUAL REPORT 1998

ATTACHMENT A

SMARTALK TELESERVICES, INC. DOC. #F950000012(0)

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	CEO/D Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
1.2 NAME	Erich L. Spangenberg
1.3 STREET ADDRESS	5080 Tuttle Crossing
1.4 CITY - ST. ZIP	Dublin, Ohio 43017
2.1 TITLE	P/COO Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
2.2 NAME	Jeffrey L. Lindauer
2.3 STREET ADDRESS	5080 Tuttle Crossing
2.4 CITY - ST. ZIP	Dublin, Ohio 43017
3.1 TITLE	Exec.V Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
3.2 NAME	Richard M. Teich
3.3 STREET ADDRESS	5080 Tuttle Crossing
3.4 CITY - ST. ZIP	Dublin, Ohio 43017
4.1 TITLE	V-Finance/CFO/Asst. S Change <input checked="" type="checkbox"/> Addition <input type="checkbox"/>
4.2 NAME	Glen Andrew Folck
4.3 STREET ADDRESS	5080 Tuttle Crossing
4.4 CITY - ST. ZIP	Dublin, Ohio 43017
5.1 TITLE	V-Legal Affairs/GC/Asst. S Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
5.2 NAME	Thaddeus Bereday
5.3 STREET ADDRESS	5080 Tuttle Crossing
5.4 CITY - ST. ZIP	Dublin, Ohio 43018
6.1 TITLE	Sr. V-Marketing Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
6.2 NAME	Joseph A. Borocz
6.3 STREET ADDRESS	5080 Tuttle Crossing
6.4 CITY - ST. ZIP	Dublin, Ohio 43018
7.1 TITLE	Sr. V-Sales Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
7.2 NAME	Jack J. Feingold
7.3 STREET ADDRESS	5080 Tuttle Crossing
7.4 CITY - ST. ZIP	Dublin, Ohio 43018
8.1 TITLE	D Change <input checked="" type="checkbox"/> Addition <input type="checkbox"/>
8.2 NAME	Robert H. Lorsch
8.3 STREET ADDRESS	5080 Tuttle Crossing
8.4 CITY - ST. ZIP	Dublin, Ohio 43018
9.1 TITLE	D Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
9.2 NAME	Ahmed O. Alfi
9.3 STREET ADDRESS	5080 Tuttle Crossing
9.4 CITY - ST. ZIP	Dublin, Ohio 43018
10.1 TITLE	D Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
10.2 NAME	Fred F. Fielding
10.3 STREET ADDRESS	5080 Tuttle Crossing
10.4 CITY - ST. ZIP	Dublin, Ohio 43018
11.1 TITLE	D Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
11.2 NAME	Robert M. Smith
11.3 STREET ADDRESS	333 So. Hope Street, 30th Fl.
11.4 CITY - ST. ZIP	Los Angeles, CA 90071