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

DOCUMENT # F9600000901 (6)

RFS MARKETING SERVICES, INC.

Principal Place of Business	Mailing Address
P.O. BOX 26647 OKLAHOMA CITY OK 73126-0647	P.O. BOX 26847 OKLAHOMA CITY OK 73126-0647
Principal Place of Business	2a, Mailing Address

FILED
May 11 1998 8:00am
Secretary of State



DO NOT WRITE IN THIS SPACE

 Date Incorporated or Qualified 02/22/1996

4. FEI Number Applied For 73-1489627 Not Applicable Suite, Apt. #, etc. Suite. Apt. #. etc \$8.75 Additional 5. Certificate of Status Desired 22 27 Fee Required City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 Trust Fund Contribution 28 Added to Fees Žip Country Country This corporation owes or has paid the current year Intangible 24 25 Personal Property Tax due June 30. 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD 82 Street Address (P.O. Box Number is Not Acceptable) **PLANTATION FL 33324** 83 City Zip Code 85 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) 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 DELETE Change Addition TITLE 1 1 11116 WINN, HARRY L JR NAME 1.2 NAME 6301 WATERFORD BLVD. STREET ADDRESS 13 STREET ADDRESS **OKLAHOMA CITY OK 73118** CITY-ST-ZIP 14 CITY-ST-ZIP DELETE Change TITLE 21 THLE Addition LAWSON, WILLIAM M J NAME 22 NAME 6301 WATERFORD BLVD STREET ADDRESS 2.3 STREET ADDRESS OKLAHOMA CITY OK CITY-ST-ZIP 2 4 CITY - ST - 7IP DELETE TITLE 3.1 TITLE , Robert A. -BREWER, FRANCIS, J NAME 3.2 NAME 6301 WATERFORD BLVD STREET ADDRESS 3.3 STREET ADDRESS OKLAHOMA CITY-OK 73118 OKlahonal CITY-ST-ZIP 3.4. CITY - ST-ZIP DELETE Addition TITLE 4.1 TITLE TWOMEY. KEVIN J NAME 4. 2 NAME 6301 WATERFORD BLVD. STREET ADDRESS 4.3 STREET ADDRESS OKLAHOMA CITY OK 73118 CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE TITLE 5.1 TITLE Change Addition SMITH, ROBERT W NAME 5.2 NAME 6301 WATERFORD BLVD. STREET ADDRESS 5.3 STREET ADDRESS OKLAHOMA CITY OK 73118 CITY-ST-ZIP 5.4 CITY-ST-ZIP VSD DELETE Change TITLE 6 1 TITLE Addition ALMOND, DAVID R NAME 62 NAME 6301 WATERFORD BLVD. STREET ADDRESS 6.3 STREET ADDRESS **OKLAHOMA CITY OK 73118** CITY-\$7-ZIP

14. Thereby 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 of 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 attackment with an address.

11/20/

4050U0000

RFS MARKETING SERVICES, INC.

EIN# 73 1489627

List of Officers and Directors

OFFICER:

ADDRESS:

Harry L. Winn, Jr.

President

6301 Waterford Blvd Oklahoma City, Ok 73118

David R. Almond

Vice President - Secretary

6301 Waterford Blvd Oklahoma City, Ok 73118

Robert A. Anderson

Vice President

6301 Waterford Blvd. Oklahoma City, Ok 73118

William M. Lawson Jr.

Vice President

6301 Waterford Blvd Oklahoma City, Ok 73118

Robert W. Smith Vice President

6301 Waterford Blvd Oklahoma City, Ok 73118

John M. Thompson VP, Treas, & Asst Secretary 6301 Waterford Blvd Oklahoma City, Ok 73118

Kevin J. Twomey Vice President

6301 Waterford Blvd Oklahoma City, Ok 73118

Mark O. Neumeister **Assistant Secretary**

6301 Waterford Blvd Oklahoma City, Ok 73118

James V. Barwick Assistant Secretary

6301 Waterford Blvd Oklahoma City, Ok 73118

Debra L. Kastner **Assistant Secretary** 6301 Waterford Blvd Oklahoma City, Ok 73118

DIRECTORS:

David R. Almond

6301 Waterford Blvd Oklahoma City, Ok 73118

Kevin J. Twomey

6301 Waterford Blvd Oklahoma City, Ok 73118

Harry L. Winn, Jr.

6301 Waterford Blvd Oklahoma City, Ok 73118