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PROFIT Jul 07 1998 8:00am FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State 1998 DIVISION OF CORPORATIONS 96000002318 DOCUMENT # Oprporation Name ELLER MEDIA COMPANY Principal Place of Business Mailing Address DO NOT WRITE IN THIS SPACE 3. Date incorporated or Qualified 02/23/1996 4. FEI Number 2. Principal Place of Business 2a. Mailing Address Applied For 21 2850 EAST CAMELBACK 26 2850 EAST CAMELBACK 86-0801051 Not Applicable Sulte, Apt. #, etc Suite, Apt. #, etc. \$8.75 Additional Certificate of Status Desired SUITE 300 SUITE 300 Fee Required City & State City & State \$5.00 May Be Election Campaign Financing Trust Fund Contribution PHOENIX, PHOENIX, ARIZONA Added to Fees Zip Country This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. 24 85016 29 85016-4304 30 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent 81 Name CORPORATION SERVICE COMPANY Street Address (P.O. Box Number is Not Acceptable) **B2** 1201 HAYS STREET -07/08/98--01011--025 TALLAHASSEE FL 32301-2525 \*\*\*550.00 City 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, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE 1.1 TITLE X Change DELETE P/S/D Addition NAME 1.2 NAME **EL**LER, SCOTT ELLER, SCOTT STREET ADDRESS 1.3 STREET ADDRESS 2830 EAST CAMELBACK, STE. 300 2850 EAST CAMELBACK, STE. 300 CITY - ST - ZIP 1.4 CITY - ST - ZIP PHOENIX, AZ 85016 PHOENIX, AZ 85016 TITLE X DELETE 2.1 TITLE X Addition NAME NIEHAUS, JOSEPH 2.2 NAME MAYS, L. LOWRY 2.3 STREET ADDRESS STREET ADDRESS ONE MARITIME PLAZA 12TH FLOOR 200 CONCORD PLAZA, SUITE 600 CITY - ST - ZIP 2.4 CITY - ST - ZIP SAN FRANCISCO, CA 94111 SAN ANTONIO, TEXAS 78216-6940 X DELETE TITLE 3.1 TITLE X Addition NAME BUNCE, JOHN L JR 3.2 NAME MAYS, RANDALL T. 3.3 STREET ADDRESS STREET ADDRESS ONE MARITIME PLAZA 12TH FLOOR 200 CONCORD PLAZA, SUITE 600 CITY - ST - ZIP 3.4 CITY - ST - ZIP SAN FRANCISCO CA 94111 SAN ANTONIO, TEXAS 78216-6940 X Addition TITLE DELETE 4.1 TITLE ח Change NAME ELLER, KARL 4.2 NAME MAYS, MARK P. STREET ADDRESS 4.3 STREET ADDRESS 2850 EAST CAMELBACK, STE. 300 200 CONCORD PLAZA, SUITE 600 CITY - ST - ZIP PHOENIX, ARIZONA 85016 4.4 CITY - ST - ZIP SAN ANTONIO, TEXAS 78216-6940 TITLE X Addition DELETE 5.1 TITLE Change NAME 5.2 NAME DONMOYER, TIM MEYER, PAUL J. STREET ADDRESS 2850 E. CAMELBACK, STE. 300 5.3 STREET ADDRESS 2850 E. CAMELBACK RD. STE 300 CITY - ST - ZIP PHOENIX, ARIZONA 85016 5.4 CITY - ST - ZIP PHOENIX, ARIZONA 85016 TITLE DELETE 61 TITLE Change NAME PORTER, MICHAEL F., JR. 6.2 NAME STREET ADDRESS 6.3 STREET ADDRESS 200 CONCORD PLAZA, SUITE 600 6.4 CITY - ST - ZIP CITY - ST - ZIP SAN ANTONIO, TEXAS 78216-6940 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 on 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

Michael Korter