File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE. FILED SECRETARY OF STATE DIVISION OF CORPORATIONS LIMITED LIABILITY COMPANY FLORIDA DEPARTMENT OF STATE Sandra B. Mortham ANNUAL REPORT Secretary of State 1998 DIVISION OF CORPORATIONS 98 APR 13 AMID: 21 FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE H UILL Name and Mailing Address
of Limited Liability Company **DOCUMENT #** M9700000488 DIRECT NET TELECOMMUNICATIONS, A LIMITED-I 1a. Principal Place of Business Address IABILITY COMPANY 4400 MACARTHUR BLVD, SUITE 410 4400 MACARTHUR BLVD, SUITE 4 NEWPORT BEACH CA 92660 NEWPORT BEACH CA 92660 3. Date Organized or Qualified 2. Principal Place of Business 2a. Mailing Address 3a. State of Formation 08/08/1997 NV Suite, Apt. #, etc. Suite, Apt. #, etc. 4. FÉI Number Applied For City & State City & State Not Applicable 33-0575828 5. Date of Last Report 6. Certificate of Status Desired Country Country \$8.75 Additional Fee Required 7. Name and Address of Current Registered Agent 8. Name and Address of New Registered Agent/Office C T CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 Suite, Apt. #, etc. <u>400002491354</u> 04/16/38--01119--019 \*\*\*\*102ip Code \*\*\*\*100.75 9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations. (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstalling) **Business Street Address** 10. Title Managing Members/Managers City, State and Zip Code MGR ANDERSON, TIMOTHY B 4400 MACARTHUR BLVD, SUITE NEWPORT BEACH CA ANDRESEN ANDRESON, FREDERICK R MGR 4400 MACARTHUR BLVD, SUITE NEWPORT BEACH CA MGR FOUCHER, FREDRIC J 4400 MACARTHUR BLVD, SUITE NEWPORT BEACH CA MGR GEE, DANIEL S 4400 MACARTHUR BLVD, SUITE NEWPORT BEACH CA POWNEY, CHRIS SMART, ROBERT S MGR 4400 MACARTHUR BLVD, SUITE NEWPORT BEACH CA

11. Ido 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

4400 MacArthur Bl #410

SIGNATURE:

Mak

mga

MGR

DAVIS STEPHEN G

IVASHENTSEVA, ELENA

BARBANEL, JACK

THUSS CHARLES

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Daniel S. Gee

8/3/90 (714)474-1

Newport Beach CA

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Daytime Phone