


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998				FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
1. Name and Mailing Address of Limited Liability Company		<b>DOCUMENT # M97000000564</b>			
COVIA LLC 1200 EAST ALGONQUIN ROAD ELK GROVE TOWNSHIP IL 60007		1a. Principal Place of Business Address  1200 EAST ALGONQUIN ROAD ELK GROVE TOWNSHIP IL 60007			
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		P.O. Box 66100		09/02/1997	
City & State		ATTN: WHQCT		3a. State of Formation	
CHICAGO IL		City & State		DE	
Zip		60666-0100		4. FEI Number	
Country		USA		APPLIED FOR	
				<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable	
				5. Date of Last Report	
				6. Certificate of Status Desired	
				S875 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent				8. Name and Address of New Registered Agent/Office	
CORPORATION SERVICE , COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301				Name	
				Street Address (P.O. Box Number is Not Acceptable)	
				Suite, Apt. #, etc.	
				City	
				Zip Code	
				FL	
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.					
SIGNATURE _____ DATE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	AIR LINES UNITED AIRLINES, INC.	1200 EAST ALGONQUIN ROAD		ELK GROVE TOWNSHIP IL 60007	
	COVIA LLC OFFICERS LIST ATTACHED			600002471086--S -03/27/98--01089--003 ****188.75 ****188.75	

11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (l), 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.

SIGNATURE: *gTK...* 3/18/98 (847) 700-4057

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

Date

Daytime Phone #

**COVIA LLC**

**OFFICERS**

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SECRETARY OF STATE  
TAMM, C. DA

**DAVID A. COLTMAN**  
Chairman & President  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

**STUART L. ORAN**  
Vice President  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

**FREDERIC F. BRACE**  
Vice President  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

**FRANCESCA M. MAHER**  
Secretary  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

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Treasurer  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

**JEFFREY T. KAWALSKY**  
Assistant Treasurer  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007

**MARY JO C. GEORGEN**  
Assistant Secretary  
1200 Algonquin Road  
Elk Grove Township, Illinois 60007