FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

FILED
May 13 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997

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

DOCUMENT # P00947 (2)

1. Corporation Name
U S WEST FINANCIAL SERVICES, INC.

Principal Place of Business	Mailing Address
6200 S QUEBEC ST STE 350 ENGLEWOOD CO 80111 US	6200 S. QUEBEC ST STE 350 ENGLEWOOD CO 80111-4750 US

3. Date Incorporated or Qualified: 02/17/1984	3a. Date of Last Report: 05/01/1996
4. FEI Number: 84-0931996	☐ 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 has liability for intangible tax under s. 199.032, Florida Statutes ☒ Yes ☐ No

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23	City & State 28
Zip 24 Country 25	Zip 29 Country 30

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

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

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	PD See attached list. POST, RICHARD A 6200 S. QUEBEC ST. STE 350 ENGLEWOOD CO	☐ DELETE	1.1 TITLE / 1.2 NAME / 1.3 STREET ADDRESS / 1.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VP HIRSCH, ROBERT L 6200 S. QUEBEC ST. STE 350 ENGLEWOOD CO	☒ DELETE	2.1 TITLE / 2.2 NAME / 2.3 STREET ADDRESS / 2.4 CITY-ST-ZIP	VP Steven R. Carlson 6200 S Quebec St Ste 350 Englewood, CO 80111 ☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D ANDERSON, JAMES T 7800 E. ORCHARD RD, STE 200 ENGLEWOOD CO	☐ DELETE	3.1 TITLE / 3.2 NAME / 3.3 STREET ADDRESS / 3.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VP MARSICO, CHRISTOPHER J. 6200 S. QUEBEC ST. STE 350 ENGLEWOOD CO	☐ DELETE	4.1 TITLE / 4.2 NAME / 4.3 STREET ADDRESS / 4.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	T BURDICK, CHARLES 7800 E. ORCHARD RS STE 290 ENGLEWOOD CA	☐ DELETE	5.1 TITLE / 5.2 NAME / 5.3 STREET ADDRESS / 5.4 CITY-ST-ZIP	T Charles J Burdick 7800 E Orchard Rd Ste 290 Englewood, CO 80111 ☒ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	S ROELLIG, MARK D 1801 CALIFORNIA ST., STE 5100 DENVER CO	☒ DELETE	6.1 TITLE / 6.2 NAME / 6.3 STREET ADDRESS / 6.4 CITY-ST-ZIP	S Frank M Eichler 7800 E Orchard Ste 200 Englewood, CO 80111 ☐ Change ☒ Addition

14. I do 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.

SIGNATURE

CR2E034 (9/96)

U S WEST Financial Services, Inc. Officers and Directors as of February 10, 1997

Officers/Address	Title	Date Elected
Richard A. Post 6200 S. Quebec St., Suite 350 Englewood, CO 80111	President	12-07-93
Stewart A. Loewenstein 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President	02-10-97
Christopher J. Marsico 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President	12-28-93
Steven R. Carlson 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President/Controller	08-27-96
Charles J. Burdick 7800 E. Orchard, Suite 290 Englewood, CO 80111	Treasurer	01-12-94
Frank M. Eichler 7800 E. Orchard, Suite 200 Englewood, CO 80111	Secretary	08-19-96
J. Roger Fox 7800 E. Orchard, Suite 290 Englewood, CO 80111	Assistant Treasurer	01-12-94
Rahn K. Porter 7800 E. Orchard, Suite 290 Englewood, CO 80111	Assistant Treasurer	01-12-94
Stephen E. Brilz 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	07-01-91
Glenda M. Hijar 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	07-01-94
John L. Shank 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	11-29-94

Board of Directors	Address	Date Elected
Richard A. Post	6200 S. Quebec St., Suite 350 Englewood, CO 80111	12-07-93
James T. Anderson	7800 E. Orchard, Suite 200 Englewood, CO 80111	08-31-95