

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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May 02 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P22878 (3)
 1. Corporation Name
AG COMMUNICATION SYSTEMS CORPORATION



Principal Place of Business 2500 WEST UTOPIA ROAD PHOENIX AZ 85027	Mailing Address 2500 WEST UTOPIA ROAD PHOENIX AZ 85027-4129
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2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 02/06/1989	3a. Date of Last Report 05/02/1996
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number 36-3615308	Applied For Not Applicable
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24. Country	29. Country	30. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

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	85. Zip Code FL

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) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	APPLEGATE, WILLIAM M	1.2 NAME	
STREET ADDRESS	12241 N 74TH ST	1.3 STREET ADDRESS	
CITY-ST-ZIP	SCOTTSDALE AZ 85280	1.4 CITY-ST-ZIP	
TITLE	VS <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MAHON, JAMES J., JR..	2.2 NAME	
STREET ADDRESS	POST OFFICE BOX 5446 N/A	2.3 STREET ADDRESS	
CITY-ST-ZIP	CAREFREE AZ 85377	2.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COLE, DONALD J.	3.2 NAME	
STREET ADDRESS	5118 E. KATHLEEN	3.3 STREET ADDRESS	
CITY-ST-ZIP	SCOTTSDALE AZ 85254	3.4 CITY-ST-ZIP	
TITLE	VPC <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HARAZIN, DAVID G	4.2 NAME	
STREET ADDRESS	5101 E GRANDVIEW	4.3 STREET ADDRESS	6135 E. Campo Bello Drive
CITY-ST-ZIP	SCOTTSDALE AZ 85254	4.4 CITY-ST-ZIP	Scottsdale, AZ 85254
TITLE	VP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOPPE, DALE R	5.2 NAME	
STREET ADDRESS	8307 E DAVENPORT DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	SCOTTSDALE AZ 85260	5.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHULZ, CHARLES	6.2 NAME	
STREET ADDRESS	13411 N 18TH PLACE	6.3 STREET ADDRESS	
CITY-ST-ZIP	PHOENIX AZ 85022	6.4 CITY-ST-ZIP	

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: **Donald J. Cole** *[Signature]* **4-18-97**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

AG COMMUNICATION SYSTEMS CORPORATION

2500 West Utopia Road
Phoenix, AZ 85027
(602) 582-7000

DIRECTORY OF OFFICERS AND DIRECTORS

OFFICERS

NAME AND TITLE	RESIDENCE ADDRESS	RESIDENCE TELEPHONE
WILLIAM M. APPLGATE President	12241 N. 74th Street Scottsdale, AZ 85260	(602) 998-4883
DAVID G. HARAZIN Vice President-Business Operations	6135 E. Campo Bello Dr. Scottsdale, AZ 85254	(602) 368-1316
DALE R. HOPPE Vice President-Human Resources	8307 E. Davenport Drive Scottsdale, AZ 85260	(602) 998-0345
JAMES J. MC MAHON, JR. Vice President, General Counsel and Secretary	P.O. Box 5446 Carefree, AZ 85377 36415 Dream Street	(602) 488-4231
CHARLES R. SCHULZ Vice President-Product Development	13411 N. 16th Place Phoenix, AZ 85022	(602) 493-1438
JEFFREY W. SEIGEL Vice President-Business/Market Planning & Development	24801 N. 84th Street Scottsdale, AZ 85255	(602) 502-0342
DONALD J. COLE Treasurer	5116 E. Kathleen Scottsdale, AZ 85254	(602) 493-2130
GREGORY G. HENDRICKS Assistant Secretary	9818 North 86th Street Scottsdale, AZ 85258	(602) 998-7102

DIRECTORS

	RESIDENCE ADDRESS	RESIDENCE TELEPHONE	BUSINESS ADDRESS
JAMES K. BREWINGTON	19 Chesterfield Drive Chester, NJ 07930	(908) 879-8348	283 King George Rd. Warren, NJ 07059
GERALD J. BUTTERS	3 Burnett Road Mendham, NJ 07945	(201) 543-5504	283 King George Rd. Warren, NJ 07059
BRUCE CARSWELL	16 Highland Way Scarsdale, NY 10583	(914) 723-9388	One Stamford Forum Stamford, CT 06904
MICHAEL B. ESSTMAN	225 Steeplechase Drive Irving, TX 75062-3847	(214) 650-1102	600 Hidden Ridge Irving, TX 75038
THOMAS E. MADER	1002 Independence Court Southlake, TX 76092	(817) 424-1260	909 E. Las Colinas Blvd. Irving, TX 75039
D. OTIS WOLKINS	P.O. Box 563 Alpine, AZ 85920	(602) 837-0021	600 Hidden Ridge Irving, TX 75038
GERALD L. ZIELINSKI	429 68th Street Downers Grove, IL 60516	(708) 963-6028	2500 Warrenville Road Lisle, IL 60532

11/5/96