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FILED
May 07 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 # P 34963 (9)
 1. Corporation Name
WITEL FINANCIAL CORPORATION

Principal Place of Business Mailing Address
ONE WILLIAMS CENTER TULSA, OK 74172 **ONE WILLIAMS CENTER TULSA, OK 74172**

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

3. Date Incorporated or Qualified **08/04/1991** 3a. Date of Last Report **05/01/1996**
 4. FEI Number **73-1385362** 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

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 _____ (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	PATTERSON, DAVID	1.2 NAME	
STREET ADDRESS	2800 POST OAK BLVD.	1.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON, TX 77056	1.4 CITY-ST-ZIP	
TITLE	DC <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HIRSCH, HENRY C.	2.2 NAME	
STREET ADDRESS	2800 POST OAK BLVD.	2.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON, TX 77056	2.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HIGBEE, DAVID M.	3.2 NAME	
STREET ADDRESS	ONE WILLIAMS CENTER	3.3 STREET ADDRESS	
CITY-ST-ZIP	TULSA, OK 74172	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCARTHY, JACK D.	4.2 NAME	
STREET ADDRESS	ONE WILLIAMS CENTER	4.3 STREET ADDRESS	
CITY-ST-ZIP	TULSA, OK 74172	4.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BAILEY, KEITH E.	5.2 NAME	
STREET ADDRESS	ONE WILLIAMS CENTER	5.3 STREET ADDRESS	
CITY-ST-ZIP	TULSA, OK 74172	5.4 CITY-ST-ZIP	
TITLE	AT <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MORMINO, LORETTA A.	6.2 NAME	
STREET ADDRESS	2800 POST OAK BLVD.	6.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON, TX 77056	6.4 CITY-ST-ZIP	

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5/7/97

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 or on an attachment with an address.

SIGNATURE:  **DAVID M. HIGBEE** **4/29/97** **(918) 588-2246**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CFR2E034 (9/96)