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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P37523

1. Corporation Name

CLEARTEL COMMUNICATIONS, INC.

Principal Place of Business

Mailing Address

1232 22ND STREET, N.W., SUITE 100
WASHINGTON DC 20037

1232 22ND STREET, N.W., SUITE 100
WASHINGTON DC 20037

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address	
21 1255 22nd St. NW	26 1255 22nd St. NW	3. Date Incorporated or Qualified 02/17/1992	
22 600	27 600	4. FEI Number 52-1540987	Applied For Not Applicable
23 Washington DC	28 Washington DC	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
24 20037	29 20037	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
25 USA	30 USA	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
HIQ CORPORATE SERVICES, INC. 526 EAST PARK AVENUE SUITE 200 TALLAHASSEE FL 32301		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	PD	1.1 TITLE	Director
NAME	AUGER, ULYEES G., II	1.2 NAME	Auger, Ulysses G. II
STREET ADDRESS	1232 22ND STREET, N.W.	1.3 STREET ADDRESS	1255 22nd St. NW
CITY-ST-ZIP	WASHINGTON DC	1.4 CITY-ST-ZIP	WASHINGTON, DC 20037
TITLE	V	2.1 TITLE	President
NAME	GROH, BARTON	2.2 NAME	Stephen R. Roberts
STREET ADDRESS	1232 22ND STREET, N.W.	2.3 STREET ADDRESS	1255 22nd St. NW
CITY-ST-ZIP	WASHINGTON DC	2.4 CITY-ST-ZIP	WASHINGTON DC 20037
TITLE	V	3.1 TITLE	
NAME	FITCHET, DUNCAN	3.2 NAME	
STREET ADDRESS	1232 22ND STREET NW	3.3 STREET ADDRESS	
CITY-ST-ZIP	WASHINGTON DC 20037	3.4 CITY-ST-ZIP	
TITLE	STD	4.1 TITLE	Secretary, V.P.
NAME	AUGER, ULYSSES G.	4.2 NAME	Judy Cronin
STREET ADDRESS	1217 22ND STREET, N.W.	4.3 STREET ADDRESS	1255 22nd St. NW
CITY-ST-ZIP	WASHINGTON DC	4.4 CITY-ST-ZIP	Washington DC 20037
TITLE	D	5.1 TITLE	
NAME	CALDWELL, IV, WILLIAM M	5.2 NAME	
STREET ADDRESS	1232 22ND STREET NW	5.3 STREET ADDRESS	
CITY-ST-ZIP	WASHINGTON DC 20037	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	
NAME	LEVIN, RICHARD F	6.2 NAME	
STREET ADDRESS	2100 PENNSYLVANIA AVE, SUITE 700	6.3 STREET ADDRESS	
CITY-ST-ZIP	WASHINGTON DC 20037	6.4 CITY-ST-ZIP	

14. I 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, with all other like empowered.

SIGNATURE:

Stephen R. Roberts

2/15/99

Date

Daytime Phone #

CR2E034 (11/98)