SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996. AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.) FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham **ANNUAL REPORT** Secretary of State 1996 DIVISION OF CORPORATIONS **DOCUMENT #** P38938 (7) US WATS ENTERPRISES, INC. Principal Place of Business Mailing Address 111 PRESIDENTIAL BLVD. 111 PRESIDENTIAL BLVD. SUITE 114 BALA CYNWYD PA 19004 BALA CYNWYD PA 19004 3. Date Incorporated or Qualified 3a. Date of Last Report HS 05/22/1992 08/07/1995 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 21 26 22-3055962 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc \$8.75 Additional 5. Certificate of Status Desired 22 27 Fee Required City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 28 Trust Fund Contribution Added to Fees Zip Country Country 8. This corporation has liability for intangible tax under s. 199 032 24 25 29 30 Yes No Florida Statutes 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent Name THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET Street Address (P.O. Box Number is Not Acceptable) 82 SUITE 105 83 TALLAHASSEE FL 32301 84 City 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. Thereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505. Florida Statutes. SIGNATURE Signature, typied or protectinal workleys fored agent and time diapplicable (NEAL Beyestered Agent's goalure required when reliestating) 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (96/8)TITLE DELETE 1 1 TUTLE Change Addition NAME SCULLY, MARK 1.2 NAME E034 1 FRANKLIN TOWNE BLDG 17 CALHLL APT 2011 STREET ADORESS. 1.3 STREET ADDRESS PHILADELPHIA PA CITY - ST - ZIP 1.4 CITY - ST - 7/P TITLE DELETE 2 1 TITLE Change Addition NAME PARKER, STEPHEN 2.2 NAME STREET ADDRESS ARBORDEAU 10F 2.3 STREET ADDRESS **DEVON PA** CITY-ST-ZIP 2 4 CITY-ST-ZIP TITLE CF0 DELETE 3 1 TITLE Change Addition NAME SCHULTZ, WARD 3.2 NAME STREET ADDRESS 111 PRESIDENTIAL BLVD 3.3 STREET ADDRESS CITY-ST-ZIP BALA CYNWYD PA 34 CITY-ST-ZIP TITLE DELETE 4 1 TITLE Change Addition NAME aron Brown 4 2 NAME Presidential Bard. Ste 14 STREET ADDRESS 4.3 STREET ADDRESS CITY-ST-ZIP 4 4 CITY - ST - ZIP TITLE DELETE 5.1 TITLE Change Addition 5.2 NAME STREET ADDRESS 5 3 STREET ADDRESS CITY-ST-ZIP 5 4 City - ST - ZIP DELETE 6.1 TITLE Change Addition NAME 6.2 NAME STREET ADDRESS 6.3 STREET ADDRESS DiffY-ST-ZIP 64 CHTY - ST. ZIP 14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3)(k). 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 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attactment with an address.

7-16-46610/660-0100