

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
 Jul 22 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # F97000001363 (7)
 1. Corporation Name
FAIRBANKS CAPITAL CORP.



Principal Place of Business: 3815 S. WEST TEMPLE, SALT LAKE CITY UT 84115
 Mailing Address: PO BOX 65250, SALT LAKE CITY UT 84165-0250

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/17/1997	
21	22	26	27	4. FEI Number 87-0465626	Applied For Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23	24	28	29	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>NA</i>	
Zip		Country		Zip	
25	30	9. Name and Address of Current Registered Agent			

9. Name and Address of Current Registered Agent
**CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301**

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

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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	PDC	1.1 TITLE	DC
NAME	BASMAJIAN, THOMAS D	1.2 NAME	Basmajian, Thomas D.
STREET ADDRESS	1700 PARK AVE., #2000	1.3 STREET ADDRESS	3815 S West Temple, PO Box 65250
CITY-ST-ZIP	PARK CITY UT 84060	1.4 CITY-ST-ZIP	Salt Lake City, UT 84165
TITLE	VTD	2.1 TITLE	VTD
NAME	STEVENSON, KIM A	2.2 NAME	Stevenson, Kim A.
STREET ADDRESS	1700 PARK AVE., #2000	2.3 STREET ADDRESS	3815 S West Temple, PO Box 65250
CITY-ST-ZIP	PARK CITY UT 84060	2.4 CITY-ST-ZIP	Salt Lake City, UT 84165
TITLE	SD	3.1 TITLE	S
NAME	SMITH, TERRELL W	3.2 NAME	Smith, Terrell W.
STREET ADDRESS	1700 PARK AVE., #2000	3.3 STREET ADDRESS	3815 S West Temple, PO Box 65250
CITY-ST-ZIP	PARK CITY UT 84060	3.4 CITY-ST-ZIP	Salt Lake City, UT 84165
TITLE		4.1 TITLE	
NAME		4.2 NAME	For other additions see attached document.
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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 treasurer 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: *Terrell W. Smith* Terrell W. Smith July 7, 1998 (801)293-1883

CR2E034 (5/98)

FAIRBANKS CAPITAL CORP.

CORPORATION ANNUAL REPORT FEI NUMBER 87-0465626

12. and 13. Additional Officers and Directors of the corporation.

POSITION	NAME	BUSINESS ADDRESS
President	Mark S. Finston	3815 S. West Temple, PO Box 65250 Salt Lake City, UT 84165-0250
Vice President, Marketing	Richard A. Lee	3815 S. West Temple, PO Box 65250 Salt Lake City, UT 84165-0250
Director	Greggory S. Haugen	6000 Clearwater Drive Minnetonka, MN 55343-9497
Director	Jeffrey A. Parker	6000 Clearwater Drive Minnetonka, MN 55343-9497
Director	Thomas E. Capasse	2 World Financial Center Building B, 22nd Floor New York, New York 10281-1198
Director	Ronald DiPasquale	2 World Financial Center Building B, 22nd Floor New York, New York 10281-1198
Director	Roger K. Taylor	350 Park Avenue New York, NY 10022
Director	Richard T. Sauerwein	350 Park Avenue New York, NY 10022

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