

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

FILED

**Jul 14 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
--	---	---

DOCUMENT # F97000006014 (1)
 1. Corporation Name
~~BAGE CAPITAL PARTNERS ACQUISITION COMPANY~~
UNITED SERVICE SOLUTIONS, INC. 1-7-98

Principal Place of Business 1522 BLAKE ST. DENVER CO 80202	Mailing Address 1522 BLAKE ST. DENVER CO 80202
--	--

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 151 Bodman Place Suite, Apt. #, etc. 22 Suite 400 City & State 23 Red Bank, NJ Zip 24 07701 Country 25 USA	2a. Mailing Address 26 PO Box 817 Suite, Apt. #, etc. 27 City & State 28 Red Bank, NJ Zip 29 07701 Country 30 USA
---	---

3. Date Incorporated or Qualified 11/13/1997	4. FEI Number 84-1437931	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH 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 _____ DATE _____
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DPS	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BERG, PAL	1.2 NAME	SEE ATTACHED
STREET ADDRESS	1522 BLAKE ST.	1.3 STREET ADDRESS	
CITY-ST-ZIP	DENVER CO 80202	1.4 CITY-ST-ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HEULE, THOMAS	2.2 NAME	900002588919
STREET ADDRESS	1522 BLAKE ST.	2.3 STREET ADDRESS	-07/14/98--01093--014
CITY-ST-ZIP	DENVER CO 80202	2.4 CITY-ST-ZIP	***550.00
TITLE		3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	President
STREET ADDRESS		3.3 STREET ADDRESS	Joseph Lechtanski
CITY-ST-ZIP		3.4 CITY-ST-ZIP	1680 Elk View Rd.
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	Vice President
STREET ADDRESS		4.3 STREET ADDRESS	Jeffrey Sanders
CITY-ST-ZIP		4.4 CITY-ST-ZIP	PO Box 735
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		5.2 NAME	Vice Pres
STREET ADDRESS		5.3 STREET ADDRESS	Gary Axelsen
CITY-ST-ZIP		5.4 CITY-ST-ZIP	PO Box 1298
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		6.2 NAME	V.P.
STREET ADDRESS		6.3 STREET ADDRESS	Habbott Lawrence
CITY-ST-ZIP		6.4 CITY-ST-ZIP	730 Bellaire St.

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.

SIGNATURE **Thomas Heule** _____

CR2E034 (10/97)



A Delaware Corporation
Incorporated October 17, 1997
FEIN: 84-1437931

OWNERS

Consolidation Capital Corporation 800 Connecticut Avenue Suite 1111 Washington, DC 20006 (202) 261-6000	100% Ownership	FEIN: 52-2054952
---	----------------	------------------

OFFICERS

Joseph B. Lechtanski 1680 Elk View Road Larkspur, CO 80118 (303) 681-2076	CEO/President	SSN: 137-44-4567
Pal Berg 2862 S. Oakland Circle East Aurora, CO 80014 (303) 696-0490	Vice President/ Secretary	SSN: 545-99-0693
Thomas D. Heule 7885 E. Kettle Avenue Englewood, CO 80112 (303) 220-5329	Vice President	SSN: 473-80-2603
Jeffrey Sanders PO Box 735 Pismo Beach, CA 93448 (805) 473-0177	Vice President	SSN: 573-33-7053
Gary Axelsen PO Box 1298 Grover Beach, CA 93483 (805) 481-4119	Vice President	SSN: 552-17-9746
H. Abbott Lawrence 730 Bellaire Street Denver, CO 80220 (303) 399-7716	Vice President	SSN: 542-96-0611