

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

**FILED**  
**Mar 09, 1999 8:00 am**  
**Secretary of State**

03-09-1999 90045 019 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P19202**

1. Corporation Name  
**PACTEL FINANCE, INC.**

Principal Place of Business <b>430 BUSH STREET                  3RD FLOOR                  SAN FRANCISCO CA 94108                  US</b>	Mailing Address <b>175 E HOUSTON                  RM. 8-H-60                  SAN ANTONIO TX 78205</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business <b>21 175 E. HOUSTON</b> Suite, Apt. #, etc. <b>22 ROOM 8-H-60</b> City & State <b>23 SAN ANTONIO, TX</b> Zip Country <b>24 78205 25 US</b>	2a. Mailing Address <b>26 175 E HOUSTON</b> Suite, Apt. #, etc. <b>27 RM. 8-H-60</b> City & State <b>28 SAN ANTONIO, TX</b> Zip Country <b>29 78205 30 US</b>
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3. Date Incorporated or Qualified <b>05/11/1988</b>	4. FEI Number <b>94-2942781</b>	Applied For <input type="checkbox"/> Applied For <input checked="" 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 the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.  
 1201 HAYS STREET  
 SUITE 105  
 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	<b>FL</b>
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 \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	<b>PCEO</b>	<input type="checkbox"/> DELETE
NAME	<b>ROGER W WOHLERT</b>	
STREET ADDRESS	<b>175 E HOUSTON, RM 7-B-80</b>	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78205</b>	
TITLE	<b>VPAS</b>	<input checked="" type="checkbox"/> DELETE
NAME	<b>CHARLES P ALLEN</b>	
STREET ADDRESS	<b>175 E HOUSTON, RM 7-B-30</b>	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78205</b>	
TITLE	<b>VP/S</b>	<input type="checkbox"/> DELETE
NAME	<b>WAYNE A WIRTZ</b>	
STREET ADDRESS	<b>175 E HOUSTON, RM 1214</b>	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78205</b>	
TITLE	<b>VP</b>	<input type="checkbox"/> DELETE
NAME	<b>WILLIAM M MILLER</b>	
STREET ADDRESS	<b>2600 CAMINO RAMON</b>	
CITY-ST-ZIP	<b>SAN RAAMON CA 94583</b>	
TITLE	<b>AST</b>	<input checked="" type="checkbox"/> DELETE
NAME	<b>MILES H MOCHIZUKI</b>	
STREET ADDRESS	<b>175 E HOUSTON</b>	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78205</b>	
TITLE	<b>AST</b>	<input checked="" type="checkbox"/> DELETE
NAME	<b>PHILIP H LAURO</b>	
STREET ADDRESS	<b>430 BUSH STREET, THIRD FLOOR</b>	
CITY-ST-ZIP	<b>SAN FRANCISCO CA 94108</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	<b>SEE ATTACHED</b>
1.4 CITY-ST-ZIP	
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	<b>SEE ATTACHED</b>
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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:** \_\_\_\_\_ **DATE:** **2/22/99** **DAYTIME PHONE #:** **(210) 351-3900**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (1/1/98)

198732-90045-19  
P19202

**PACIFIC TELESIS LEGAL GROUP  
LIST OF OFFICERS & DIRECTORS**

**NAME**                      **TITLE**                      **ADDRESS**

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**DIRECTORS:**

Donald E. Kiernan	Director	175 East Houston, Room 7-A-50 San Antonio, Texas 78205
Wayne A. Wirtz	Director	175 E. Houston, Room 1214 San Antonio, Texas 78205

198732 - 90045-19  
P19802

**PACTEL FINANCE**  
**LIST OF OFFICERS & DIRECTORS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
<b>OFFICERS:</b>		
Roger W. Wohler	President and Treasurer	175 East Houston, Room 7-B-80 San Antonio, Texas 78205
Michael D. Wagner	Assistant Treasurer	175 East Houston, Room 7-U-30 San Antonio, Texas 78205
Wayne A. Wirtz	Vice President and Secretary	175 E. Houston, Room 1214 San Antonio, Texas 78205
William M. Miller	Vice President	2600 Camino Ramon, Room 3-E-402 San Ramon, California 94583
Thomas L. McCoy	Assistant Secretary	175 East Houston, Room 1228 San Antonio, Texas 78205
Mike Olson	Assistant Treasurer	175 E. Houston