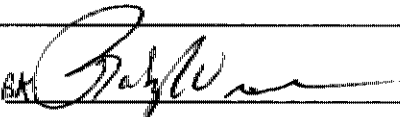


|   |   |   |   |              |            |
|---|---|---|---|--------------|------------|
| No. <b>C106174</b>  | <b>Annual Report Form 1999</b><br><i>Due No Later Than November 30,</i>   |   | 2. Registered Agent and Office <b>NOT A P.O. BOX</b>  |              |            |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br>NO FEE REQUIRED<br><br>* FIRST NOTICE *   | 1. Mailing Address - Please Correct, If Not Correct<br><br><b>CSG SYSTEMS, INC.</b><br><br><b>2525 N 117TH AVE</b><br><br><b>OMAHA NE 68164</b> |   | <b>C T CORPORATION SYSTEM</b><br><b>300 NORTH 6TH STREET</b><br><br><b>BOISE ID 83701</b><br><br>3. Organized Under the Laws of:<br><br><b>DE C106174</b> |              |            |
| 4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b><br>Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one) |   |   |   |              |            |
| <u>Office held</u>  | <u>Name</u>   | <u>Street or P.O. Address</u>   | <u>City</u>   | <u>State</u> | <u>Zip</u> |
| Please see attached list.   |   |   |   |              |            |
| 5. Signature of New Registered Agent  |   | 6. Signature  Date <u>10/13/99</u><br>Name <small>(Typed or Printed)</small> <u>Randy Wiese</u> Title <u>Vice President</u> |   |              |            |

ISSUED: 07-03-1999

4328

**CSG SYSTEMS, INC.**  
OFFICERS AND DIRECTORS

| <b>NAME</b>             | <b>TITLE</b>  | <b>BUSINESS ADDRESS</b>  |
|-------------------------|---|--|
| NEAL C. HANSEN          | CHAIRMAN OF THE BOARD AND<br>CHIEF EXECUTIVE OFFICER      | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| JOHN P. POGGE           | PRESIDENT AND CHIEF OPERATING OFFICER                     | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| JIM A. COURY            | SENIOR VICE PRESIDENT                                     | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| GREG PARKER             | VICE PRESIDENT, CHIEF FINANCIAL OFFICER,<br>AND TREASURER | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| JOSEPH T. RUBLE         | VICE PRESIDENT AND SECRETARY                              | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| EDWARD C. NAFUS         | EXECUTIVE VICE PRESIDENT                                  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| RONALD J. ANGER         | VICE PRESIDENT  | 32 OFFICE PARK ROAD<br>116 COURT YARD BUILDING<br>HILTON HEAD ISLAND, SC 29928 |
| RANDALL, CARDINAL       | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| GRANT GABRIELSON        | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| PETER KALAN             | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| BRIAN LOGAN             | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| DANIEL F. O'BYRNE       | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| JOHN P. RAEDER          | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| MARK WAGNER             | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| PAMELA S. VANLANDINGHAM | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| DAVID K. FITE           | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| THOMAS J. HAGEN         | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| ELIZABETH BAUER         | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| JASON MATHERLY          | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| GLORIA S. OSBORN        | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| JERRY L. PONT           | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| DALE A. RATLIFF         | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| PAUL SHADDOCK           | VICE PRESIDENT  | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                           |
| JOHN A. JOHNSON         | SENIOR VICE PRESIDENT                                     | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| WESLEY S. CAMDEN        | VICE PRESIDENT  | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |
| BARRY WINCHELL          | VICE PRESIDENT  | 4999 PEARL EAST CIRCLE, SUITE<br>BOULDER, CO 80301                             |
| RANDY WIESE             | VICE PRESIDENT AND<br>ASSISTANT SECRETARY                 | 2525 N 117TH AVENUE<br>OMAHA, NE 68164   |

CSG SYSTEMS, INC.  
OFFICERS AND DIRECTORS

| DIRECTORS                          | TITLE | BUSINESS ADDRESS  |
|------------------------------------|-------|---|
| NEAL C. HANSEN<br>[REDACTED]       |       | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                                  |
| GEORGE F. HADDIX<br>508-44-2210    |       | ONE PACIFIC PLACE, STE 450<br>1125 SOUTH 103RD STREET<br>OMAHA, NE 68124-1071         |
| ROCKWELL A. SCHNABEL<br>[REDACTED] |       | TRIDENT CAPITAL<br>11100 SANTA MONICA BOULEVAR<br>SUITE 2020<br>LOS ANGELES, CA 90025 |
| FRANK V. SICA<br>[REDACTED]        |       | SOROS FUND MANAGEMENT<br>888 7TH AVENUE<br>NEW YORK, NY 10106                         |
| BERNARD REZNICEK<br>505-42-6264    |       | CENTRAL STATES LIFE INSURAN<br>1212 N. 96TH STREET<br>OMAHA, NE 68114                 |
| ROYCE J. HOLLAND<br>[REDACTED]     |       | ALLEGIANCE TELECOM, INC.<br>1950 STERNMONS FRWY, STE. 30<br>DALLAS, TX 75207          |
| JOHN P. POGGE<br>[REDACTED]        |       | 7887 E. BELLEVIEW, SUITE 1000<br>ENGLEWOOD, CO 80111                                  |
| JANICE OBUCHOWSKI<br>[REDACTED]    |       | NEXTWAVE TELECOM, INC.<br>1100 PENNSYLVANIA AVE. NW, ST<br>WASHINGTON, DC 20004       |