

No. **W-20321****Due no later than August 31, 2004
Annual Report Form**2. Registered Agent and Office **NO PO BOX**

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

CELLXION, LLC
5031 HAZEL JONES RD
BOSSIER CITY, LA 71111CT CORPORATION SYSTEM
300 N 6TH ST
BOISE, ID 83701**NO FILING FEE IF
RECEIVED BY DUE DATE**3. New Registered Agent Signature

4. Limited Liability Companies: Enter Names and Addresses of Managers.

Office heldNameStreet or P.O. AddressCityStateZip

See Attached Listing

5. Organized Under the Laws of:

DELAWARE
W 20321

6.

Signature

Wanda Seals

Date

6-14-04

Name (Typed or
Printed)

WANDA SEALS

Title

Controller

Cellxion, LLC
72-1333762
Listing of Members

Schoonover Investments, LP
937 Country Club Circle
Minden, LA 71055
[REDACTED]
56.25%
Steven L. Schoonover -- Managing
Member

Bent Tree Interests, LLC
370 Bent Tree Lane
Minden, LA 71055
[REDACTED]
LLC Member - 20% ownership

Todd Investments, LLC
5759 Bayou Drive
Bossier City, LA 71112
[REDACTED]
LLC Member -- 10% ownership

Fredrickson Holdings, LLC
8500 N. Harrah
Harrah, OK 73045
73-1592986
LLC Member -- 5% ownership

Jeffrey Hood
6337 Southcrest Drive
Shreveport, LA 71119
[REDACTED]
LLC Member -- 3% ownership

Gerard F. Maxwell
1220 Dahila Rd.
Warminster, PA 18974
[REDACTED]
LLC Member -- 3% ownership

Moscola LLC
720 Vantage Lane
Las Vegas, NV 89128
[REDACTED]
LLC Member -- 3% ownership

Richard Schoonover
P.O. Box 1979
Santa Rosa Beach, FL 32459
[REDACTED]
LLC Member -- 3%

Wendy Vickrey
403 Stonebrook
Bossier City, LA 71111
[REDACTED]
LLC Member -- 1% ownership

Kenneth Peak
2702 Albans
Houston, TX 770005
LLC Member - .75% ownership