



**STATE OF ARIZONA  
CORPORATION COMMISSION  
CORPORATION ANNUAL REPORT  
& CERTIFICATE OF DISCLOSURE**



**DUE ON OR BEFORE 12/19/1998**

**FILING FEE \$45.00**

The following information is required by A.R.S. §10-1622 & §10-2501 for all corporations organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §10-121.A. & §10-2545.A. **YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM.** Make changes or corrections where necessary. Information for the report should reflect the current status of the corporation. See instructions for proper format. **REFER TO THE INSTRUCTIONS ON PAGE 4.**

**RECEIVED**

1. **ELECTION SYSTEMS & SOFTWARE, INC.**  
% C T CORPORATION SYSTEM  
3225 N CENTRAL AVE  
PHOENIX, AZ 85012

DEC 22 1998

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

Corporation File Number:

F-0826926-9

Business Phone: (402) 593-0101

State of Domicile: DELAWARE

Type of Corporation: BUSINESS

2. Arizona Statutory Agent: C T CORPORATION SYSTEM  
Street Address: 3225 N CENTRAL AVE  
(NOT P.O. BOX)  
City, State, Zip: PHOENIX AZ 85012-

Use this box only if appointing a new Statutory Agent

ACC USE ONLY	
Fec	\$ 45.00
Penalty	\$
Reinstate	\$
Expedite	\$
Total	\$
FY98-99	

**PAID**

If appointing a new statutory agent, the new agent **MUST** consent to that appointment by signing below.

I, (individual) or We, (corporation or limited liability company) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

1209 ORANGE ST  
WILMINGTON, DE 19801

3. Secondary Address:  
(Foreign Corporations are  
**REQUIRED** to complete  
this section.)

4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

**BUSINESS CORPORATIONS**

- |   |  |
|---|--|
| <input type="checkbox"/> 1. Accounting          | <input type="checkbox"/> 20. Manufacturing                   |
| <input type="checkbox"/> 2. Advertising         | <input type="checkbox"/> 21. Mining                          |
| <input type="checkbox"/> 3. Aerospace           | <input type="checkbox"/> 22. News Media                      |
| <input type="checkbox"/> 4. Agriculture         | <input type="checkbox"/> 23. Pharmaceutical                  |
| <input type="checkbox"/> 5. Architecture        | <input type="checkbox"/> 24. Publishing/Printing             |
| <input type="checkbox"/> 6. Banking/Finance     | <input type="checkbox"/> 25. Ranching/Livestock              |
| <input type="checkbox"/> 7. Barbers/Cosmetology | <input type="checkbox"/> 26. Real Estate                     |
| <input type="checkbox"/> 8. Construction        | <input type="checkbox"/> 27. Restaurant/Bar                  |
| <input type="checkbox"/> 9. Contractor          | <input checked="" type="checkbox"/> 28. Retail Sales         |
| <input type="checkbox"/> 10. Credit/Collection  | <input type="checkbox"/> 29. Science/Research                |
| <input type="checkbox"/> 11. Education          | <input type="checkbox"/> 30. Sports/Sporting Events          |
| <input type="checkbox"/> 12. Engineering        | <input type="checkbox"/> 31. Technology(Computers)           |
| <input type="checkbox"/> 13. Entertainment      | <input type="checkbox"/> 32. Technology(General)             |
| <input type="checkbox"/> 14. General Consulting | <input type="checkbox"/> 33. Television/Radio                |
| <input type="checkbox"/> 15. Health Care        | <input type="checkbox"/> 34. Tourism/Convention Services     |
| <input type="checkbox"/> 16. Hotel/Motel        | <input type="checkbox"/> 35. Transportation                  |
| <input type="checkbox"/> 17. Import/Export      | <input type="checkbox"/> 36. Utilities                       |
| <input type="checkbox"/> 18. Insurance          | <input type="checkbox"/> 37. Veterinary Medicine/Animal Care |
| <input type="checkbox"/> 19. Legal Services     | <input type="checkbox"/> 38. Other                           |

**NON-PROFIT CORPORATIONS**

- |  |
|--|
| <input type="checkbox"/> 1. Charitable   |
| <input type="checkbox"/> 2. Benevolent   |
| <input type="checkbox"/> 3. Educational  |
| <input type="checkbox"/> 4. Civic  |
| <input type="checkbox"/> 5. Political  |
| <input type="checkbox"/> 6. Religious  |
| <input type="checkbox"/> 7. Social   |
| <input type="checkbox"/> 8. Literary   |
| <input type="checkbox"/> 9. Cultural   |
| <input type="checkbox"/> 10. Athletic  |
| <input type="checkbox"/> 11. Science/Research  |
| <input type="checkbox"/> 12. Hospital/Health Care  |
| <input type="checkbox"/> 13. Agricultural  |
| <input type="checkbox"/> 14. Animal Husbandry  |
| <input type="checkbox"/> 15. Homeowner's Association                                     |
| <input type="checkbox"/> 16. Professional, commercial<br>industrial or trade association |
| <input type="checkbox"/> 17. Other   |

**5. CAPITALIZATION:** (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate.

Number of Shares/Certificates Authorized	Class	Series Within Class (if any)
1,500,000	Common	
500,000	Preferred	
Number of Shares/Certificates Issued	Class	Series Within Class (if any)
699,475	Common	
400,000	Preferred	

**6. SHAREHOLDERS:** (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than a 20% beneficial interest in the corporation.

Name: Omaha World Herald Name: \_\_\_\_\_NONE ☐Name: McCarthy & Company Name: \_\_\_\_\_**7. OFFICERS** (If no changes since last report, check here \_\_\_\_\_ and go on to Section 8.) See Attached List

Name: <u>WILLIAM F WELSH II</u>	Name: <u>TODD V UROSEVICH</u>
Title: <u>PRESIDENT/CEO</u>	Title: <u>VICE-PRESIDENT</u>
Address: <u>11208 JOHN GALT BLVD</u>	Address: <u>11208 JOHN GALT BLVD</u>
<u>OMAHA, NE 68137-</u>	<u>OMAHA, NE 68137-</u>
Date taking office: <u>12-19-97</u>	Date taking office: <u>12-19-97</u>
Name: <u>RICHARD J JABLONSKI</u>	Name: <u>RICHARD J JABLONSKI</u>
Title: <u>SECRETARY</u>	Title: <u>TREASURER</u>
Address: <u>11208 JOHN GALT BLVD</u>	Address: <u>11208 JOHN GALT BLVD</u>
<u>OMAHA, NE 68137-</u>	<u>OMAHA, NE 68137-</u>
Date taking office: <u>12-19-97</u>	Date taking office: <u>12-19-97</u>

**8. DIRECTORS** (If no changes since last report, check here \_\_\_\_\_ and go on to Section 9.) See Attached List

Name: <u>JOHN GOTTSCHALK</u>	Name: <u>MICHAEL MCCARTHY</u>
Address: <u>OMAHA WORLD HERALD</u>	Address: <u>1126 S 103RD ST #450</u>
<u>OMAHA, NE 68124-</u>	<u>OMAHA, NE 68124-</u>
Date taking office: <u>12-19-97</u>	Date taking office: <u>12-19-97</u>
Name: <u>WILLIAM F WELSH II</u>	Name: <u>TODD V UROSEVICH</u>
Address: <u>11208 JOHN GALT BLVD</u>	Address: <u>11208 JOHN GALT BLVD</u>
<u>OMAHA, NE 68137-</u>	<u>OMAHA, NE 68137-</u>
Date taking office: <u>12-19-97</u>	Date taking office: <u>12-19-97</u>



**ELECTION**  
SYSTEMS & SOFTWARE

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	William F. Welsh, II	11208 John Galt Blvd Omaha, NE 68137
Senior Vice-Presidents	John S. Groh	11208 John Galt Blvd Omaha, NE 68137
	Robert P. Hostettler	3739 National Drive, Suite 125 Raleigh, NC 27612
	Michael P. Limas	11208 John Galt Blvd Omaha, NE 68137
	Geoffrey Ryan	200 N LaSalle, Suite 600 Chicago, IL 60601
Vice-President	Todd V. Urosevich	11208 John Galt Blvd. Omaha, NE 68137
	Richard J. Jablonski	11208 John Galt Blvd. Omaha, NE 68137
	Lee Storbeck	601 28 <sup>th</sup> Avenue South Waite Park, MN 56387
	Richard J. Jablonski	11208 John Galt Blvd. Omaha, NE 68137
Secretary	Richard J. Jablonski	11208 John Galt Blvd. Omaha, NE 68137
Assistant Secretary	Michael P. Limas	11208 John Galt Blvd. Omaha, NE 68137
Treasurer	Richard J. Jablonski	11208 John Galt Blvd. Omaha, NE 68137
Assistant Treasurer	Michael P. Limas	11208 John Galt Blvd. Omaha, NE 68137
Directors	William Kernen	World Herald Square Omaha, NE 68102
	John Gottschalk	World Herald Square Omaha, NE 68102
	Michael McCarthy	1125 South 103 <sup>rd</sup> S., Ste 450 Omaha, NE 68124
	William F. Welsh, II	11208 John Galt Blvd. Omaha, NE 68137

*Proven Solutions for the World of Elections*

11208 John Galt Boulevard, Omaha, NE 68137-2364 USA  
PHONE: (402) 593-0101 • Toll Free Inside U.S.: (800) 247-8683 • FAX: (402) 593-8107  
[www.essvote.com](http://www.essvote.com)

**9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-2501.A.6)**

Only nonprofit corporations must **attach** a financial statement (balance sheet including assets, liabilities and equity). All other forms of corporations are exempt from filing a financial disclosure.

**10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-2505.A)**

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been:

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:

- (a) fraud or registration provisions of the securities laws of that jurisdiction, or
- (b) the consumer fraud laws of that jurisdiction, or
- (c) the antitrust or restraint of trade laws of that jurisdiction?

One box must be marked:

YES ☐

NO ☒

If "YES", the following information must be submitted as an attachment to this report for each person subject to one or more of the actions stated in Items 1. through 3. above.

- |   |   |
|---|---|
| 1. Full name and prior names used.                          | 5. Date and location of birth.  |
| 2. Full birth name.   | 6. Social Security Number   |
| 3. Present home address.                                    | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). |   |

**11. STATEMENT OF BANKRUPTCY (A.R.S. §10-202.D.2)**

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 20% of the issued and outstanding common shares or 20% of any other proprietary, beneficial or membership interest in the corporation served in such capacity or held a 20% interest in any other corporation during the bankruptcy, receivership, or charter revocation of the other corporation?

One box must be marked:

YES ☐

NO ☒

If YES, enter the following:

Chapter \_\_\_\_\_ Date Filed \_\_\_\_\_ Case Number \_\_\_\_\_

If "YES" the following information must be submitted as an attachment to this report for each person subject to the statement above:  
 1) The names and addresses of each corporation and the person or persons involved. 2) The state in which each corporation was a) incorporated b) transacted business. 3) The dates of corporate operation.

**12. SIGNATURES**

**CAUTION** Signature requirements vary according to the type of corporation. See the instruction sheet for specific rules. Annual Reports submitted with incorrect signatures will be rejected.

I DECLARE, UNDER PENALTY OF LAW, THAT ALL CORPORATE INCOME TAX RETURNS REQUIRED BY TITLE 43 OF THE ARIZONA REVISED STATUTES HAVE BEEN FILED WITH THE ARIZONA DEPARTMENT OF REVENUE.

I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name Richard J. Jablonski Date 12/15/98 Name William F. Welsh II Date 12/15/98

Signature [Signature] Signature [Signature]

Title Secretary/Treasurer Title President

(Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)