

1.) CORPORATION NAME:

VELOCITEL, INC.

DUE DATE: **3/31/2011**

SCC ID NO: **F1619677**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

NATIONAL REGISTERED AGENTS INC

4001 North Ninth Street, Suite 227

ARLINGTON, VA 22203

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	5,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

ARLINGTON COUNTY

4.) STATE OR COUNTRY OF INCORPORATION:

DE

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2415 CAMPUS AVE STE 200

CITY/ST/ZIP: IRVINE, CA 92612-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: STEPHEN T CHIOTTI
TITLE: CFO
ADDRESS: 2415 CAMPUS DR
STE 200
CITY/ST/ZIP/CO: IRVINE, CA 92612-

OFFICER

DIRECTOR

NAME: RONALD L BLAKE
TITLE: DIRECTOR
ADDRESS: REWARDS NETWORK, INC.
2 NORTH RIVERSIDE PLAZA, STE 950
CITY/ST/ZIP/CO: CHICAGO, IL 60606-

OFFICER

DIRECTOR

NAME: CHRISTOPHER G BOEHM
TITLE: DIRECTOR
ADDRESS: WILLIS STEIN & PARTNERS LP
ONE WACKER DR., STE 4800
CITY/ST/ZIP/CO: CHICAGO, IL 60606-

OFFICER

DIRECTOR

NAME: AVY H STEIN
TITLE: DIRECTOR
ADDRESS: ONE WACKER DR STE 4800
CITY/ST/ZIP/CO: CHICAGO, IL 60606-

OFFICER

DIRECTOR

NAME: DANIEL F SOUTHWICK
TITLE: PRES/SEC
ADDRESS: 2415 CAMPUS DR. STE 200
CITY/ST/ZIP/CO: IRVINE, CA 92612-

OFFICER

DIRECTOR

		<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	ROBERT FROETSCHER		
TITLE:	DIRECTOR		
ADDRESS:	WILLIS STEIN & PARTNERS LP ONE ONE WACKER DR, STE 4800		
CITY/ST/ZIP/CO:	CHICAGO, IL 60606-		

		<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	DECLAN FLANAGAN		
TITLE:	DIRECTOR		
ADDRESS:	WILLIS STIEN & PARTNERS III LP ONE WACKER DR. STE. 4800		
CITY/ST/ZIP/CO:	CHICAGO, IL 60606-		

		<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	JOHN WILLIS		
TITLE:	DIRECTOR		
ADDRESS:	WILLIS STIEN & PARTNERS III LP ONE WACKER DR. STE. 4800		
CITY/ST/ZIP/CO:	CHICAGO, IL 60606-		

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

<u>/s/ STEPHEN T CHIOTTI</u>	<u>STEPHEN T CHIOTTI, CFO</u>	<u>3/23/2011</u>
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.