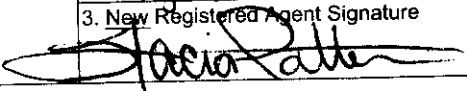
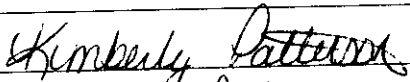


|                                                                                                       |                                                                                                                                                  |                                                                                                                                                                                         |                                                                                                                                 |
|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| <b>No. C 100906</b>                                                                                   | <b>Due no later than Jan 31, 2003</b><br><b>Annual Report Form</b>                                                                               |                                                                                                                                                                                         | <b>2. Registered Agent and Office NO PO BOX</b>                                                                                 |
| <b>Return to:</b><br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080 | <b>1. Mailing Address - Correct in this box, if applicable</b><br><br>PRIME EARTH, INC.<br>BRUCE PATTERSON<br>PO BOX 1417<br><br>EAGLE, ID 83616 |                                                                                                                                                                                         | <b>Need to Appoint</b><br>Stacia Patterson<br>5001 Old Valley Rd<br>Eagle ID 83616                                              |
| <b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b>                                                      |                                                                                                                                                  |                                                                                                                                                                                         | <b>3. New Registered Agent Signature</b><br> |
| <b>4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.</b>     |                                                                                                                                                  |                                                                                                                                                                                         |                                                                                                                                 |
| <u>Office held</u>                                                                                    | <u>Name</u>                                                                                                                                      | <u>Street or P.O. Address</u>                                                                                                                                                           | <u>City</u>                                                                                                                     |
|                                                                                                       |                                                                                                                                                  |                                                                                                                                                                                         | <u>State</u>                                                                                                                    |
|                                                                                                       |                                                                                                                                                  |                                                                                                                                                                                         | <u>Zip</u>                                                                                                                      |
| President                                                                                             | Bruce Patterson                                                                                                                                  | 453 W. Quarter Dr                                                                                                                                                                       | Eagle ID 83614                                                                                                                  |
| Vice-Pres                                                                                             | Stacia Patterson                                                                                                                                 | 5001 Old Valley Rd                                                                                                                                                                      | Eagle ID 83616                                                                                                                  |
| Secretary                                                                                             | Kim Patterson                                                                                                                                    | 453 W. Quarter Dr.                                                                                                                                                                      | Eagle ID 83616                                                                                                                  |
| Treasurer                                                                                             | Kim Patterson                                                                                                                                    | 453 W. Quarter Dr.                                                                                                                                                                      | Eagle ID 83616                                                                                                                  |
|                                                                                                       | Kimberly                                                                                                                                         |                                                                                                                                                                                         |                                                                                                                                 |
|                                                                                                       | Kimberly                                                                                                                                         |                                                                                                                                                                                         |                                                                                                                                 |
| <b>5. Organized Under the Laws of:</b><br><br>IDAHO<br>C 100906                                       |                                                                                                                                                  | <b>6.</b><br>Signature  Date 11-18-02<br>Name (Typed or Printed) Kimberly Patterson Title Sec/Treas. |                                                                                                                                 |