

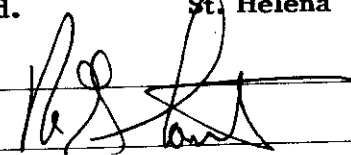
|                                                                                                                                                                                  |                                                                                                                                                                                                                                                   |                                                                                                                                                                                               |
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| <b>No. C 89233</b><br><br>Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> | <b>Due no later than April 30, 2004</b><br><b>Annual Report Form</b><br>1. Mailing Address - Correct in this box, if applicable<br><b>PHELPS-TOINTON, INC.</b><br><b>ROBERT G TOINTON</b><br><b>PO BOX 9</b><br><br><b>GREELEY, CO 83632 0009</b> | 2. Registered Agent and Office <b>NO PO BOX</b><br><b>C T CORPORATION SYSTEM</b><br><b>300 NORTH 6TH STREET</b><br><br><b>BOISE, ID 83702</b><br><br>3. <u>New</u> Registered Agent Signature |
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

| <u>Office held</u> | <u>Name</u>              | <u>Street or P.O. Address</u> | <u>City</u>       | <u>State</u> | <u>Zip</u>   |
|--------------------|--------------------------|-------------------------------|-------------------|--------------|--------------|
| <b>Pres</b>        | <b>Robert G. Tointon</b> | <b>822 7th St., Ste. 700</b>  | <b>Greeley</b>    | <b>CO</b>    | <b>80631</b> |
| <b>Sec.</b>        | <b>Betty L. Tointon</b>  | <b>822 7th St., Ste. 700</b>  | <b>Greeley</b>    | <b>CO</b>    | <b>80631</b> |
| <b>Dir.</b>        | <b>Robert G. Tointon</b> | <b>822 7th St., Ste. 700</b>  | <b>Greeley</b>    | <b>CO</b>    | <b>80631</b> |
| <b>Dir.</b>        | <b>Betty L. Tointon</b>  | <b>822 7th St., Ste. 700</b>  | <b>Greeley</b>    | <b>CO</b>    | <b>80631</b> |
| <b>Dir.</b>        | <b>Joseph F. Phelps</b>  | <b>200 Taplin Rd.</b>         | <b>St. Helena</b> | <b>CA</b>    | <b>94574</b> |

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|---------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 5. Organized Under the Laws of:<br><br><div style="text-align: center;"> <b>DELAWARE</b><br/> <b>C 89233</b> </div> | 6. <br>Signature _____ Date <b>2/6/04</b><br><br>Name <small>(Typed or Printed)</small> <b>Robert G. Tointon</b> Title <b>President</b> |
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