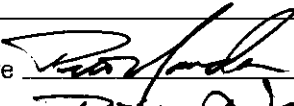
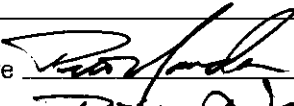
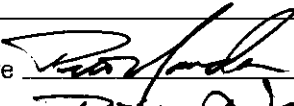


No. C 30268 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Oct 31, 2000 Annual Report Form 1. Mailing Address - Correct in this box, if applicable GEM STATE DISTRIBUTORS, INC. PETER NOORDA P. O. BOX 2499 POCATELLO, ID 83206	2. Registered Agent and Office NO PO BOX D. PAUL NOORDA 350 INDUSTRIAL LANE POCATELLO, ID 83201 3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
Pres	D Paul Noorda	Buffalo Rd	Pocatello	ID	83201
VPres/Sec/Treas	Peter R Noorda	5700 Annenlund	Poc.	ID	83204
VP	Joseph Noorda	1710 Satterfield			83201
VP	Tom Barnett	2173 Lema Rd SE	Rio Rancho	NM	87124

5. Organized Under the Laws of: IDAHO C 30268	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Signature </td> <td style="width: 40%;">Date <u>8/6/00</u></td> </tr> <tr> <td>Name (Typed or Printed) <u>Peter Noorda</u></td> <td>Title: <u>VP Treas Sec</u></td> </tr> </table>	Signature 	Date <u>8/6/00</u>	Name (Typed or Printed) <u>Peter Noorda</u>	Title: <u>VP Treas Sec</u>
Signature 	Date <u>8/6/00</u>				
Name (Typed or Printed) <u>Peter Noorda</u>	Title: <u>VP Treas Sec</u>				