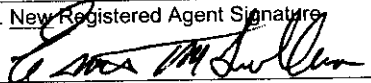
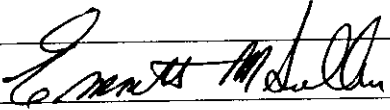


| <b>No. C 108722</b><br><br>Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>Due no later than Dec 31, 2002<br/>Annual Report Form</b><br><br>1. Mailing Address - Correct in this box, if applicable<br><br>TIME OUT INC.<br>EMMETT M SULLIVAN<br><del>10225 SE MAY VALLEY RD</del> <i>224 S. 13<sup>th</sup></i><br><del>ISSAQUAH, WA 98027</del> <i>COEUR D'ALENE</i><br><i>ID.</i><br><i>83814</i> | 2. Registered Agent and Office <b>NO PO BOX</b><br><br><del>MARK D JOSEPH</del> <i>Emmett A. Sullivan</i><br><del>906 MONTANA AVE</del> <i>224 S 13<sup>th</sup></i><br>COEUR D'ALENE, ID 83814<br><br>3. New Registered Agent Signature<br> |                    |              |                               |             |              |            |       |                 |                                |       |     |       |             |                   |                                |      |     |       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------|-------------------------------|-------------|--------------|------------|-------|-----------------|--------------------------------|-------|-----|-------|-------------|-------------------|--------------------------------|------|-----|-------|
| 4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.<br><table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 15%;"><u>Office held</u></th> <th style="text-align: left; width: 25%;"><u>Name</u></th> <th style="text-align: left; width: 35%;"><u>Street or P.O. Address</u></th> <th style="text-align: left; width: 15%;"><u>City</u></th> <th style="text-align: left; width: 10%;"><u>State</u></th> <th style="text-align: left; width: 10%;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>Pres.</td> <td>Emmett Sullivan</td> <td>224 S. 13<sup>th</sup> Street</td> <td>CoDA.</td> <td>IN.</td> <td>83814</td> </tr> <tr> <td>Sec./Treas.</td> <td>Patti A. Sullivan</td> <td>224 S. 13<sup>th</sup> Street</td> <td>CoDA</td> <td>IN.</td> <td>83814</td> </tr> </tbody> </table> |                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                 | <u>Office held</u> | <u>Name</u>  | <u>Street or P.O. Address</u> | <u>City</u> | <u>State</u> | <u>Zip</u> | Pres. | Emmett Sullivan | 224 S. 13 <sup>th</sup> Street | CoDA. | IN. | 83814 | Sec./Treas. | Patti A. Sullivan | 224 S. 13 <sup>th</sup> Street | CoDA | IN. | 83814 |
| <u>Office held</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <u>Name</u>                                                                                                                                                                                                                                                                                                                  | <u>Street or P.O. Address</u>                                                                                                                                                                                                                                                                                                   | <u>City</u>        | <u>State</u> | <u>Zip</u>                    |             |              |            |       |                 |                                |       |     |       |             |                   |                                |      |     |       |
| Pres.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Emmett Sullivan                                                                                                                                                                                                                                                                                                              | 224 S. 13 <sup>th</sup> Street                                                                                                                                                                                                                                                                                                  | CoDA.              | IN.          | 83814                         |             |              |            |       |                 |                                |       |     |       |             |                   |                                |      |     |       |
| Sec./Treas.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Patti A. Sullivan                                                                                                                                                                                                                                                                                                            | 224 S. 13 <sup>th</sup> Street                                                                                                                                                                                                                                                                                                  | CoDA               | IN.          | 83814                         |             |              |            |       |                 |                                |       |     |       |             |                   |                                |      |     |       |
| 5. Organized Under the Laws of:<br><br>IDAHO<br>C 108722                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 6.<br>Signature  Date <i>10/9/02</i><br>Name <small>(Typed or Printed)</small> <i>Emmett Sullivan</i> Title <i>Pres.</i>                                                                                                                  |                                                                                                                                                                                                                                                                                                                                 |                    |              |                               |             |              |            |       |                 |                                |       |     |       |             |                   |                                |      |     |       |