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| No. W 22413 | Due no later than Jan 31, 2011 Annual Report Form | | 2. Registered Agent and Address (NO PO BOX) | | | |
| Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE | 1. Mailing Address: Correct in this box if needed. | | BRIAN MATTHEWS 2662 W MARCEILLE DR COEUR D'ALENE ID 83815 | | | |
| | PHASE TWO LLC BRIAN C MATTHEWS PO BOX 1532 HAYDEN ID 83835 USA | | 3. <u>New</u> Registered Agent Signature:* | | | |
| 4. Limited Liability Companies: Enter Names and Addresses of at least one Member or Manager. | | | | | | |
| Office Held | Name | Street or PO Address | City | State | Country | Postal Code |
| MEMBER | BRIAN MATTHEWS | PO BOX 1532 | HAYDEN | ID | USA | 83835 |
| MEMBER | JASON KIMMEL | 2417 W PALAIS | COEUR D ALENE | ID | USA | 83815 |
| 5. Organized Under the Laws of: ID W 22413 | 6. Annual Report must be signed.* | | | | | |
| | | Signature: Brian Matthews | Date: 12/07/2010 | | | |
| | | Name (type or print): Brian Matthews | Title: Member/Manager | | | |
| Processed 12/07/2010 | | * Electronically provided signatures are accepted as original signatures. | | | | |