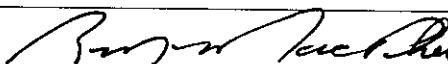


No. C 35888	Due no later than Nov 30, 2001 Annual Report Form	2. Registered Agent and Office NO PO BOX H.F. MAGNUSON 413 CEDAR STREET WALLACE, ID 83873						
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable GEM STATE SILVER, INC. R.M. MACPHEE BOX 469 WALLACE, ID 83873	3. <u>New</u> Registered Agent Signature						
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.								
<table style="width: 100%; border: none;"> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>			
President	H. F. Magnuson	Box 469	Wallace	ID	83873			
Secretary	R. M. MacPhee	Box 252	Kellogg	ID	83837			
Director	H. F. Magnuson	Box 469	Wallace	ID	83873			
Director	R. M. MacPhee	Box 252	Kellogg	ID	83837			
Director	H. James Magnuson	Box 2288	Coeur d'Alene	ID	83814			
Director	Thomas R. Magnuson	Box 469	Wallace	ID	83873			
Director	James E. Scott	315 E. Leland Road	Pittsburg	CA	94565			
5. Organized Under the Laws of: IDAHO C 35888			6. Signature  Date <u>9-28-01</u> Name (Typed or Printed) <u>R. M. MacPhee</u> Title <u>Secretary</u>					