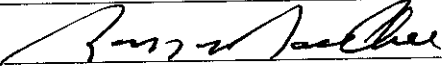


No. C 38840	Due no later than Sep 30, 2002 Annual Report Form	2. Registered Agent and Office NO PO BOX DENNIS O'BRIEN 413 CEDAR STREET WALLACE, ID 83873			
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable SOUTH BUTTE SILVER MINES, 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.					
<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	P.O. Box 2288	Coeur d'Alene	ID	83816
Director	Dennis O'Brien	P.O. Box 146	Wallace	ID	83873
5. Organized Under the Laws of: IDAHO C 38840			6. Signature  Date <u>7-27-02</u> (Typed or Printed) Name <u>R. M. MacPhee</u> Title <u>Secretary</u>		