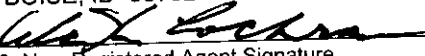



| No. <b>C 134496</b>                                                                                                                                                                                                                                                                                                                                                                                            | Due no later than Jun 30, 2001<br><b>Annual Report Form</b>                                                                                                                                                                |                                                                                                                                                                                          | 2. Registered Agent and Office <b>NO PO BOX</b><br><b>CORPORATION SERVICE COMPAN</b><br><b>1401 SHORELINE DRIVE SUITE 2</b>                                        |       |             |      |                        |      |       |     |             |              |               |       |    |       |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-------------|------|------------------------|------|-------|-----|-------------|--------------|---------------|-------|----|-------|
| 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>                                                                                                                                                                                                                                                         | 1. Mailing Address - Correct in this box, if applicable<br><del>VESPER STAR PRODUCTIONS, INC.</del><br><br><del>910 SYCAMORE AVE. #100</del> <b>5478 ALEUT PL</b><br><br><del>VISTA, CA 92083</del> <b>BOISE, ID 83709</b> |                                                                                                                                                                                          | BOISE, ID 83702<br><br>3. New Registered Agent Signature<br><b>ALAN COCHRAN</b> |       |             |      |                        |      |       |     |             |              |               |       |    |       |
| 4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.<br><br><table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>PRES., SEC.</td> <td>ALAN COCHRAN</td> <td>5478 ALEUT PL</td> <td>Boise</td> <td>ID</td> <td>83709</td> </tr> </tbody> </table> |                                                                                                                                                                                                                            |                                                                                                                                                                                          |                                                                                                                                                                    |       | Office held | Name | Street or P.O. Address | City | State | Zip | PRES., SEC. | ALAN COCHRAN | 5478 ALEUT PL | Boise | ID | 83709 |
| Office held                                                                                                                                                                                                                                                                                                                                                                                                    | Name                                                                                                                                                                                                                       | Street or P.O. Address                                                                                                                                                                   | City                                                                                                                                                               | State | Zip         |      |                        |      |       |     |             |              |               |       |    |       |
| PRES., SEC.                                                                                                                                                                                                                                                                                                                                                                                                    | ALAN COCHRAN                                                                                                                                                                                                               | 5478 ALEUT PL                                                                                                                                                                            | Boise                                                                                                                                                              | ID    | 83709       |      |                        |      |       |     |             |              |               |       |    |       |
| 5. Organized Under the Laws of:<br><br>IDAHO<br>C 134496                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                            | 6. Signature  Date <b>8-5-01</b><br>Name (Typed or Printed) <b>Alan K. Cochran</b> Title: <b>Owner</b> |                                                                                                                                                                    |       |             |      |                        |      |       |     |             |              |               |       |    |       |