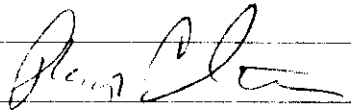


|                                                                                                |                                                                                                                                           |                                                      |
|------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|
| <b>No. W 14559</b>                                                                             | <b>Due no later than Feb 28, 2005</b><br><b>Annual Report Form</b>                                                                        | 2. Registered Agent and Office <b>NO PO BOX</b>      |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080 | 1. Mailing Address - Correct in this box, if applicable<br>RIVER CITY ATHLETIC CLUB, LLC<br>927 E POLSTON STE 101<br>POST FALLS, ID 83854 | GARY RETTER<br>6144 18TH<br>DALTON GARDENS, ID 83815 |
| <b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b>                                               |                                                                                                                                           | 3. New Registered Agent Signature                    |

4. Limited Liability Companies: Enter Names and Addresses of Managers.
 

| Office held | Name                  | Street or P.O. Address | City           | State | Zip   |
|-------------|-----------------------|------------------------|----------------|-------|-------|
|             | Jim Doty              | 5320 N Inverness       | Post Falls     | ID    | 83854 |
|             | Gary Retter           | 6144 18th              | Dalton Gardens | ID    | 83815 |
|             | Phillip "Chip" Arthen | 410 Military Dr        | Coeur d'Alene  | ID    | 83814 |
|             | Jack Tawney           | 160 W Dayton           | Edmunds        | WA    | 98020 |

|                                                                                                                  |                                                                                                                                                                                                |
|------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 5. Organized Under the Laws of:<br><br><div style="text-align: center;"> <b>IDAHO</b><br/> <b>W 14559</b> </div> | 6. Signature <br>Date <u>3/14/05</u><br>Name (Type or Print) <u>PHILLIP C. ARTHEN</u><br>Title <u>member</u> |
|------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|