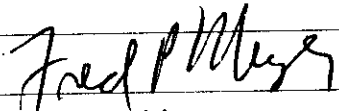


No. W 19638	Due no later than June 30, 2004 Annual Report Form	2. Registered Agent and Office NO PO BOX FRED P MEYER 1400 NORTHWOOD CENTER CT COEUR D'ALENE, ID 83814						
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable TOMLINSON BLACK NORTHWEST, L.L.C. 601 S DIVISION ST SPOKANE, WA 99202 1335	3. <u>New</u> Registered Agent Signature						
4. Limited Liability Companies: Enter Names and Addresses of Members. <table style="width: 100%; border: none;"> <tr> <td style="text-align: center;"><u>Office held</u></td> <td style="text-align: center;"><u>Name</u></td> <td style="text-align: center;"><u>Street or P.O. Address</u></td> <td style="text-align: center;"><u>City</u></td> <td style="text-align: center;"><u>State</u></td> <td style="text-align: center;"><u>Zip</u></td> </tr> </table> <div style="font-size: 1.2em; font-family: cursive;">See attached list of members</div>			<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>			
5. Organized Under the Laws of: WASHINGTON W 19638	6. Signature  Date _____ Name <small>(Typed or Printed)</small> <u>Fred P. Meyer</u> Title <u>Member</u>							

TOMLINSON BLACK NORTHWEST LLC MEMBERS

MEMBER	FRED P. MEYER	1400 NORTHWOOD CENTER CT.	COEUR D' ALENE, ID 83814
MEMBER	ROBERT H. TOMLINSON	1400 NORTHWOOD CENTER CT.	COEUR D' ALENE, ID 83814
MEMBER	TIM A. MUELLER	1400 NORTHWOOD CENTER CT.	COEUR D' ALENE, ID 83814
MEMBER	JAMES A. CAROLLO	1400 NORTHWOOD CENTER CT.	COEUR D' ALENE, ID 83814
MEMBER	BRIAN BALCH	601 S. DIVISION STREET	SPOKANE, WA 99202
MEMBER	DAVID R. BLACK	107 S. HOWARD	SPOKANE, WA 99201
MEMBER	BRYAN WALKER	721 N. PINES RD.	SPOKANE, WA 99206
MEMBER	MIKE HUME	8205 N. DIVISION	SPOKANE, WA 99208