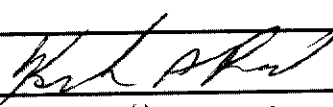


No. C 96809 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-8080 NO FEE REQUIRED	Annual Report Form Due No Later Than November 30,	2. Registered Agent and Office NOT A P.O. BOX KEITH A REED 145 8485 TAMARACK LN SAGLE ID 83860																								
1. Mailing Address - Please Correct, If Not Correct REED RESOURCES, INC. KEITH A REED 145 8485 TAMARACK LN SAGLE ID 83860		3. Organized Under the Laws of: C 96806 ID																								
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table border="1" style="width: 100%; border-collapse: collapse; margin-top: 5px;"> <thead> <tr> <th style="width: 15%;">Office held</th> <th style="width: 25%;">Name</th> <th style="width: 30%;">Street or P.O. Address</th> <th style="width: 10%;">City</th> <th style="width: 10%;">State</th> <th style="width: 10%;">Zip</th> </tr> </thead> <tbody> <tr> <td>PRESIDENT</td> <td>KEITH A REED</td> <td>145 TAMARACK LN</td> <td>SAGLE</td> <td>ID</td> <td>83860</td> </tr> <tr> <td>VICE PRESIDENT</td> <td>SAMUEL R. REED</td> <td>PO BOX 126</td> <td>SAGLE</td> <td>ID</td> <td>83860</td> </tr> <tr> <td>SECRETARY/TRES</td> <td>NEDMA L. RAYNOR</td> <td>PO BOX 157</td> <td>SAGLE</td> <td>ID</td> <td>83860</td> </tr> </tbody> </table>			Office held	Name	Street or P.O. Address	City	State	Zip	PRESIDENT	KEITH A REED	145 TAMARACK LN	SAGLE	ID	83860	VICE PRESIDENT	SAMUEL R. REED	PO BOX 126	SAGLE	ID	83860	SECRETARY/TRES	NEDMA L. RAYNOR	PO BOX 157	SAGLE	ID	83860
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5.	6. Signature  Date Dec 21 97 Name (Typed or Printed) Keith A Reed Title																									

INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

- Please pay special attention to the mailing address. If it is incorrect, please make the appropriate corrections.
NOTE: The name of the business entity cannot be altered on the annual report form.
- If the registered agent has changed or moved, please make that correction on this form. The registered agent must be found IN IDAHO at a PHYSICAL ADDRESS. PO Boxes WILL NOT be accepted. If report is for a Limited Liability please refer to # 4 below.
- Corporation: Enter names and addresses of ONLY the president, secretary, and directors in block 4.
Limited Liability Company: Enter the names and addresses of the managers or members in block 4.
NOTE: Putting "same as last year" WILL NOT be accepted.
- If the registered agent has been changed in block 2, then the NEW registered agent must accept that position by signing in block 5.
- Corporation: Block 6 must be signed by an officer or chairman of the board of the corporation. Signer must specify his or her title.
Limited Liability Company: Block 6 must be signed by a manager or member, who must specify his or her title.

If the business entity is no longer doing business in Idaho, please contact the Secretary of State's office at (208) 334-2301 for further instructions.

NOTE: The annual report must be received by the Office of the Secretary of State on or before November 30. Postmark date will not be accepted. Failure to timely file shall: (1) Subject a domestic corporation to administrative dissolution proceedings; (2) Subject a foreign corporation to proceedings to revoke its certificate of authority; or (3) Subject a limited liability company to cancellation of its articles of organization or certificate of registration.

DUE NO LATER THAN NOVEMBER 30