

No. C 135590 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Sep 30, 2001 Annual Report Form 1. Mailing Address - Correct in this box, if applicable BRAINSHARE, INC. <u>3705 Nicklaus Dr.</u> 410 E SHERMAN AVE STE 315 COEUR D'ALENE, ID 83814 <u>83815</u>	2. Registered Agent and Office NO PO BOX STEVEN M OLVERA 410 E SHERMAN AVE STE 315 COEUR D'ALENE, ID 83814 3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
President & Cash	Steve Jones	1738 Alray Dr	Concord	Ca	94519
Secretary	Sara Jones	1849 Willow Pass Rd, Ste 204	Concord	Ca	94520
CFO	Steve Olvera	3705 Nicklaus Dr. Home Address	Coeur d'Alene, ID		83814

5. Organized Under the Laws of: CALIFORNIA C 135590	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Signature </td> <td style="width: 50%;">Date <u>7/31/01</u></td> </tr> <tr> <td>Name (Typed or Printed) <u>STEVEN OLVERA</u></td> <td>Title <u>CFO</u></td> </tr> </table>	Signature	Date <u>7/31/01</u>	Name (Typed or Printed) <u>STEVEN OLVERA</u>	Title <u>CFO</u>
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Name (Typed or Printed) <u>STEVEN OLVERA</u>	Title <u>CFO</u>				