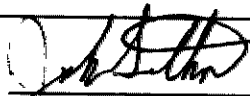
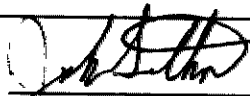
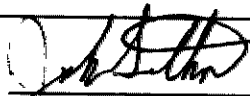


| No. W 5545   | <b>Annual Report Form 1999</b><br>Due No Later Than November 30,  |  | 2. Registered Agent and Office NOT A P.O. BOX   |              |   |             |   |               |              |            |         |                 |                  |       |    |       |
|--|---|--|---|--------------|---|-------------|---|---------------|--------------|------------|---------|-----------------|------------------|-------|----|-------|
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FEE REQUIRED</b><br><br><b>* FIRST NOTICE *</b>  | 1. Mailing Address - Please Correct, If Not Correct<br><br>SOUTHWORTH ASSOCIATES, LLC<br>JOHN M SOUTHWORTH<br><del>224 ARROWROCK LN 305 W. JEFFERSON</del><br><br>BOISE ID 8370X2 |  | JOHN M SOUTHWORTH<br>224 ARROWROCK LN<br><br>BOISE ID 83706<br><br>3. Organized Under the Laws of:<br><br>ID W 5545 |              |   |             |   |               |              |            |         |                 |                  |       |    |       |
| 4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b><br>Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input checked="" type="checkbox"/> Members (check one)   |   |  |   |              |   |             |   |               |              |            |         |                 |                  |       |    |       |
| <table border="0"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>MANAGER</td> <td>JOHN SOUTHWORTH</td> <td>224 ARROWROCK LN</td> <td>BOISE</td> <td>ID</td> <td>83706</td> </tr> </tbody> </table> |   |  |   |              | <u>Office held</u>  | <u>Name</u> | <u>Street or P.O. Address</u>           | <u>City</u>   | <u>State</u> | <u>Zip</u> | MANAGER | JOHN SOUTHWORTH | 224 ARROWROCK LN | BOISE | ID | 83706 |
| <u>Office held</u>   | <u>Name</u>   | <u>Street or P.O. Address</u>  | <u>City</u>   | <u>State</u> | <u>Zip</u>  |             |   |               |              |            |         |                 |                  |       |    |       |
| MANAGER  | JOHN SOUTHWORTH   | 224 ARROWROCK LN   | BOISE   | ID           | 83706   |             |   |               |              |            |         |                 |                  |       |    |       |
| 5. Signature of New Registered Agent   |   | 6. <table border="0"> <tr> <td>Signature </td> <td>Date 8-5-98</td> </tr> <tr> <td>Name (Typed or Printed) JOHN SOUTHWORTH</td> <td>Title MANAGER</td> </tr> </table> |   |              | Signature  | Date 8-5-98 | Name (Typed or Printed) JOHN SOUTHWORTH | Title MANAGER |              |            |         |                 |                  |       |    |       |
| Signature   | Date 8-5-98   |  |   |              |   |             |   |               |              |            |         |                 |                  |       |    |       |
| Name (Typed or Printed) JOHN SOUTHWORTH  | Title MANAGER   |  |   |              |   |             |   |               |              |            |         |                 |                  |       |    |       |

ISSUED: 07-03-1999

5229