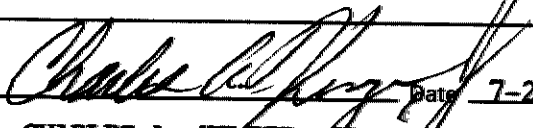


No. <b>C 78781</b>	<b>Annual Report Form</b> <b>Due No Later Than November 30, 1999</b>	2. Registered Agent and Office <b>NOT A P.O. BOX</b>  <b>CHARLES A. KEMPER</b> <b>136 NORTH YELLOWSTON</b>  <b>RIGBY ID 83442</b>
Return to: <b>SECRETARY OF STATE</b> <b>700 WEST JEFFERSON</b> <b>PO BOX 83720</b> <b>BOISE, ID 83720-0080</b>  <b>NO FEE REQUIRED</b>	1. Mailing Address - Please Correct If Not Correct  <b>QUEEN BEE FLIGHTS, INC.</b> <b>CHARLES A. KEMPER</b> <b>BOX 245</b>  <b>RIGBY ID 83442</b>	3. Organized Under the Laws of:  <b>ID C 78781</b>
<b>* FIRST NOTICE *</b>		
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)		
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>
<u>City</u>	<u>State</u>	<u>Zip</u>
<b>PRESIDENT:</b>	<b>CHARLES A. KEMPER</b>	<b>8177 N. YELLOWSTONE</b>
<b>SECRETARY:</b>	<b>GAIL KEMPER</b>	<b>SAME</b>
<b>DIRECTORS:</b>	<b>CHARLES A. KEMPER</b>	<b>SAME</b>
	<b>GAIL KEMPER</b>	<b>SAME</b>
	<b>CHARLES A. KEMPER, JR</b>	<b>4120 GREENWILLOW</b>
	<b>BARBARA KEMPER-NOLAN</b>	<b>1204 ROBIN TRAIL</b>
	<b>ELLEN KEMPER-MCKINZIE</b>	<b>3929 N. DEER LAKE RD.</b>
		<b>IDAHO FALLS, ID 83401</b>
		<b>ROUND ROCK TX 78681</b>
		<b>LOON LAKE WA 99148</b>
5. Signature of New Registered Agent		6. Signature  Date <b>7-20-99</b>  Name (Typed or Printed) <b>CHARLES A. KEMPER, JR.</b> Title <b>VICE PRESIDENT</b>

ISSUED: 07-03-1999

10989