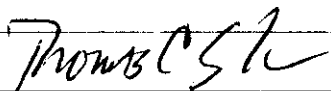


No. W 11937	Due no later than May 31, 2004		2. Registered Agent and Office NO PO BOX												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Annual Report Form		THOMAS SULLIVAN												
	1. Mailing Address - Correct in this box, if applicable GEM STATE METALS, LLC THOMAS C SULLIVAN 11915 W EXECUTIVE DR STE C BOISE, ID 83713		11915 W EXECUTIVE DR STE C BOISE, ID 83713												
3. <u>New</u> Registered Agent Signature															
4. Limited Liability Companies: Enter Names and Addresses of Members. <table border="1"> <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>MEMBER</td> <td>THOMAS C SULLIVAN</td> <td>Box 6746 Base</td> <td>ID</td> <td></td> <td>83707</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>	MEMBER	THOMAS C SULLIVAN	Box 6746 Base	ID		83707
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
MEMBER	THOMAS C SULLIVAN	Box 6746 Base	ID		83707										
5. Organized Under the Laws of: IDAHO W 11937		6. Signature  Date <u>3-6-04</u> Name (Typed or Printed) <u>THOMAS C SULLIVAN</u> Title <u>President</u>													