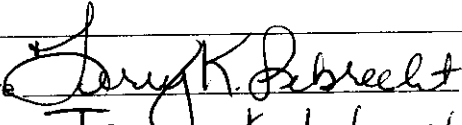


<b>No. C 126111</b>	<b>Due no later than Oct 31, 2002</b> <b>Annual Report Form</b>		2. Registered Agent and Office <b>NO PO BOX</b>  TERRY K LEBRECHT 33 W WASHINGTON  ABERDEEN, ID 83210												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF          RECEIVED BY DUE DATE</b>	1. Mailing Address - Correct in this box, if applicable GEM VALLEY REAL ESTATE, INC.  PO BOX 357  ABERDEEN, ID 83210		3. <u>New</u> Registered Agent Signature												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.  <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 15%;"><u>Office held</u></th> <th style="text-align: left; width: 25%;"><u>Name</u></th> <th style="text-align: left; width: 30%;"><u>Street or P.O. Address</u></th> <th style="text-align: left; width: 15%;"><u>City</u></th> <th style="text-align: left; width: 10%;"><u>State</u></th> <th style="text-align: left; width: 15%;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">President &amp; Secretary</td> <td style="vertical-align: top;">Terry K. Lebrecht</td> <td style="vertical-align: top;">(33 W. Washington) P.O. Box 357</td> <td style="vertical-align: top;">Aberdeen,</td> <td style="vertical-align: top;">ID</td> <td style="vertical-align: top;">83210</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>	President & Secretary	Terry K. Lebrecht	(33 W. Washington) P.O. Box 357	Aberdeen,	ID	83210
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
President & Secretary	Terry K. Lebrecht	(33 W. Washington) P.O. Box 357	Aberdeen,	ID	83210										
5. Organized Under the Laws of:  IDAHO C 126111		6. Signature  Date <u>8/12/02</u> Name (Typed or Printed) <u>Terry K. Lebrecht</u> Title <u>President</u>													