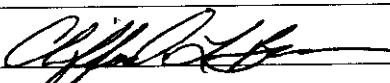


No. W 11111	Due no later than Feb 28, 2002 Annual Report Form		2. Registered Agent and Office NO PO BOX CILFFORD L BROWN 1221 W HAYS BOISE, ID 83702		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable B&E PROPERTIES, LLC CILFFORD BROWN 1221 W HAYS BOISE, ID 83702		3. <u>New</u> Registered Agent Signature		
4. Limited Liability Companies: Enter Names and Addresses of Members.					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Member	Clifford L. Brown	1221 W. Hays	Boise	ID	83702
Member	John T. Edwards	1221 W. Hays	Boise	ID	83702
5. Organized Under the Laws of: IDAHO W 11111		6. Signature  Date <u>12-11-01</u> Name (Typed or Printed) <u>Clifford L. Brown</u> Title <u>Member</u>			