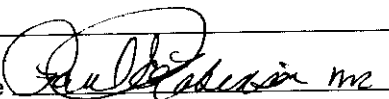


No. C 96393 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Sep 30, 2002 Annual Report Form 1. Mailing Address - Correct in this box, if applicable FRED'S, INC. PAUL E. ROBINSON BOX 891 OSBURN, ID 83849	2. Registered Agent and Office NO PO BOX PAUL E. ROBINSON 1115 W FIR OSBURN, ID 83849 3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	Paul E Robinson	PO Box 891	Osburn	Id	83849
V-Pres.	George E White	PO Box 440	Kellogg	Id	83837

5. Organized Under the Laws of: <div style="text-align: center;"> IDAHO C 96393 </div>	6. Signature  Date <u>8/5/02</u> Name <small>(Typed or Printed)</small> <u>PAUL E Robinson</u> Title <u>President</u>
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