

| <b>No. W 37940</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>Due no later than March 31, 2006</b><br><b>Annual Report Form</b>                                                             | <b>2. Registered Agent and Office NO PO BOX</b><br><b>ANDREW ELLIS</b><br><b>423 W RESSEGUIE ST</b><br><b>BOISE, ID 83702</b> |                    |              |                               |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------|-------------------------------|-------------|--------------|------------|--|--------------|----------------------|-------|----|-------|--|------------------|-------------------|-------|----|-------|--|------------|---------------------|-------|----|-------|--|-----------------|---------------------|-------|----|-------|--|--------------|-------------------|-------|----|-------|
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>1. Mailing Address - Correct in this box, if applicable</b><br>SMALL POND FILMS, LLC<br>423 W RESSEGUIE ST<br>BOISE, ID 83702 | <b>3. New Registered Agent Signature</b>                                                                                      |                    |              |                               |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
| <b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                  |                                                                                                                               |                    |              |                               |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
| <b>4. Limited Liability Companies: Enter Names and Addresses of Members.</b> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td></td> <td>ANDREW ELLIS</td> <td>423 W. RESSEGUIE ST.</td> <td>BOISE</td> <td>ID</td> <td>83702</td> </tr> <tr> <td></td> <td>NATHANIEL SNYDER</td> <td>1670 GARFIELD ST.</td> <td>BOISE</td> <td>ID</td> <td>83706</td> </tr> <tr> <td></td> <td>DANIEL EPP</td> <td>6121 N. WIDGEON WAY</td> <td>BOISE</td> <td>ID</td> <td>83714</td> </tr> <tr> <td></td> <td>JAMES L. VANDAM</td> <td>9115 COVEY HILL CT.</td> <td>BOISE</td> <td>ID</td> <td>83709</td> </tr> <tr> <td></td> <td>CECELIA KINN</td> <td>4509 FAIRMONT PL.</td> <td>BOISE</td> <td>ID</td> <td>83706</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> |  | ANDREW ELLIS | 423 W. RESSEGUIE ST. | BOISE | ID | 83702 |  | NATHANIEL SNYDER | 1670 GARFIELD ST. | BOISE | ID | 83706 |  | DANIEL EPP | 6121 N. WIDGEON WAY | BOISE | ID | 83714 |  | JAMES L. VANDAM | 9115 COVEY HILL CT. | BOISE | ID | 83709 |  | CECELIA KINN | 4509 FAIRMONT PL. | BOISE | ID | 83706 |
| <u>Office held</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <u>Name</u>                                                                                                                      | <u>Street or P.O. Address</u>                                                                                                 | <u>City</u>        | <u>State</u> | <u>Zip</u>                    |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | ANDREW ELLIS                                                                                                                     | 423 W. RESSEGUIE ST.                                                                                                          | BOISE              | ID           | 83702                         |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | NATHANIEL SNYDER                                                                                                                 | 1670 GARFIELD ST.                                                                                                             | BOISE              | ID           | 83706                         |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | DANIEL EPP                                                                                                                       | 6121 N. WIDGEON WAY                                                                                                           | BOISE              | ID           | 83714                         |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | JAMES L. VANDAM                                                                                                                  | 9115 COVEY HILL CT.                                                                                                           | BOISE              | ID           | 83709                         |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | CECELIA KINN                                                                                                                     | 4509 FAIRMONT PL.                                                                                                             | BOISE              | ID           | 83706                         |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |
| <b>5. Organized Under the Laws of:</b><br>IDAHO<br>W 37940                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>6.</b><br>Signature <u>Andrew Ellis</u> Date <u>4/5/06</u><br>Name (Typed or Printed) <u>ANDREW ELLIS</u> Title <u>MEMBER</u> |                                                                                                                               |                    |              |                               |             |              |            |  |              |                      |       |    |       |  |                  |                   |       |    |       |  |            |                     |       |    |       |  |                 |                     |       |    |       |  |              |                   |       |    |       |

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