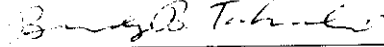
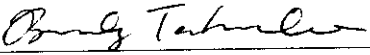


No. W 22511	Due no later than January 31, 2004 Annual Report Form	2. Registered Agent and Office NO PO BOX												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080	1. Mailing Address - Correct in this box, if applicable STAREACH LEARNING CENTER, LTD. CO. 5315 N TROON PLACE BOISE, ID 83713	BEVERLY B TAKEUCHI 5315 N TROON PLACE BOISE, ID 83713												
NO FILING FEE IF RECEIVED BY DUE DATE		3. New Registered Agent Signature 												
4. Limited Liability Companies: Enter Names and Addresses of Members.														
<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;"><u>Office held</u></th> <th style="text-align: left; border-bottom: 1px solid black;"><u>Name</u></th> <th style="text-align: left; border-bottom: 1px solid black;"><u>Street or P.O. Address</u></th> <th style="text-align: left; border-bottom: 1px solid black;"><u>City</u></th> <th style="text-align: left; border-bottom: 1px solid black;"><u>State</u></th> <th style="text-align: left; border-bottom: 1px solid black;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td></td> <td>Beverly Takeuchi</td> <td>5315 N. Troon Place</td> <td>Boise</td> <td>ID</td> <td>83713</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>		Beverly Takeuchi	5315 N. Troon Place	Boise	ID	83713
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>									
	Beverly Takeuchi	5315 N. Troon Place	Boise	ID	83713									
5. Organized Under the Laws of: IDAHO W 22511	6. Signature  Date <u>11/08/03</u> Name <small>(Typed or Printed)</small> <u>Beverly Takeuchi</u> Title <u>Member</u>													