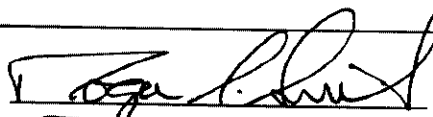
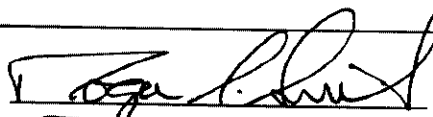
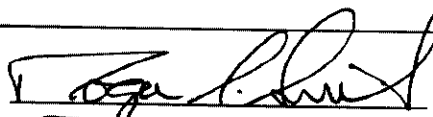


No. C114395	Annual Report Form Due No Later Than November 30, 1999		2. Registered Agent and Office NOT A P.O. BOX																		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct QUILT SHOP, INC. (THE) MARILYN S SMITH 390 N KAREY LN IDAHO FALLS ID 83402		MARILYN SMITH 390 N KAREY LN IDAHO FALLS ID 83402																		
	3. Organized Under the Laws of: ID C114395																				
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)																					
<table border="0" style="width: 100%;"> <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>PRESIDENT</td> <td>MARILYN S. Smith</td> <td>390 N KAREY LN</td> <td>IDAHO FALLS</td> <td>ID</td> <td>83402</td> </tr> <tr> <td>SECRETARY</td> <td>Roger L. Smith</td> <td>390 N KAREY LN</td> <td>IDAHO FALLS</td> <td>ID</td> <td>83402</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	MARILYN S. Smith	390 N KAREY LN	IDAHO FALLS	ID	83402	SECRETARY	Roger L. Smith	390 N KAREY LN	IDAHO FALLS	ID	83402
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5. Signature of New Registered Agent		6. <table border="0" style="width: 100%;"> <tr> <td style="width: 50%;"> Signature  </td> <td style="width: 50%;"> Date 30 July 1999 </td> </tr> <tr> <td> Name (Typed or Printed) Roger L. Smith </td> <td> Title Secretary </td> </tr> </table>		Signature 	Date 30 July 1999	Name (Typed or Printed) Roger L. Smith	Title Secretary														
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ISSUED: 07-03-1999

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