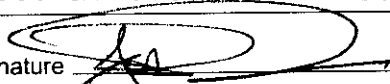


<b>No. C 40771</b>  Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	<b>Due no later than Apr 30, 2001 Annual Report Form</b>  1. Mailing Address - Correct in this box, if applicable  BURLEY INN, INC. JOHN WEBSTER 800 NORTH OVERLAND AVENUE  BURLEY, ID 83318	2. Registered Agent and Office <b>NO PO BOX</b>  JOHN WEBSTER 800 NORTH OVERLAND AVENUE  BURLEY, ID 83318  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	James Young	30 Durango Drive	Rancho Mirage,	CA	92270
Vice President	John B. Prince	PO Box 11190	Salt Lake City,	UT	84147
2nd Vice President	Paul Naisbitt	4857 Chukar Lane	Odgen,	UT	84403
Treasurer	W. James Tozer	65E 55th St. 31st Fl	New York ,	NY	10022
Secretary	John Webster	800 N. Overland	Burley,	ID	83318

5. Organized Under the Laws of:  <div style="text-align: center;">IDAHO C 40771</div>	6. Signature   <div style="display: flex; justify-content: space-between;"> <div>           (Typed or Printed)  <b>JOHN WEBSTER</b> </div> <div>           Date <b>5/10/01</b>            Title: <b>SEC</b>            XXXXX         </div> </div>
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