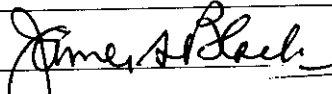


<b>No. C 96610</b>	<b>Due no later than Oct 31, 2001</b> <b>Annual Report Form</b>		2. Registered Agent and Office <b>NO PO BOX</b>																																										
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF          RECEIVED BY DUE DATE</b>	1. Mailing Address - Correct in this box, if applicable <b>REAL HOLDINGS, INC.</b> <b>JAMES S. BLACK, JR.</b> <b>717 W SPRAGUE AVE. STE 1600</b> <b>WASHINGTON TRUST FIN CTR</b> <b>SPOKANE, WA 99201</b>		<b>EDWARD F WROE</b> <b>SUITE 102</b> <b>250 NORTHWEST BLVD.</b> <b>COEUR D'ALENE, ID 83814</b>  3. <u>New</u> Registered Agent Signature																																										
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1" 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>President</td> <td>James S. Black,</td> <td>717 W. Sprague Ave., #1600,</td> <td>Spokane,</td> <td>WA</td> <td>99201</td> </tr> <tr> <td>Sec/Treasurer</td> <td>Elizabeth A. Olson,</td> <td>717 W. Sprague Ave., #1600,</td> <td>Spokane,</td> <td>WA</td> <td>99201</td> </tr> <tr> <td>Director:</td> <td>James S. Black,</td> <td>717 W. Sprague Ave., #1600,</td> <td>Spokane,</td> <td>WA</td> <td>99201</td> </tr> <tr> <td>Director:</td> <td>Edward F. Wroe,</td> <td>250 Northwest Blvd.,</td> <td>Coeur d'Alene,</td> <td>ID</td> <td>83814</td> </tr> <tr> <td>Director:</td> <td>Elizabeth A. Olson,</td> <td>717 W. Sprague Ave., #1600,</td> <td>Spokane,</td> <td>WA</td> <td>99201</td> </tr> <tr> <td>Director:</td> <td>Kris M. Scott,</td> <td>250 Northwest Blvd.,</td> <td>Coeur d'Alene,</td> <td>ID</td> <td>83814</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	James S. Black,	717 W. Sprague Ave., #1600,	Spokane,	WA	99201	Sec/Treasurer	Elizabeth A. Olson,	717 W. Sprague Ave., #1600,	Spokane,	WA	99201	Director:	James S. Black,	717 W. Sprague Ave., #1600,	Spokane,	WA	99201	Director:	Edward F. Wroe,	250 Northwest Blvd.,	Coeur d'Alene,	ID	83814	Director:	Elizabeth A. Olson,	717 W. Sprague Ave., #1600,	Spokane,	WA	99201	Director:	Kris M. Scott,	250 Northwest Blvd.,	Coeur d'Alene,	ID	83814
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5. Organized Under the Laws of:  WASHINGTON C 96610	6. Signature <u></u> Date <u>8/22/01</u> Name <small>(Typed or Printed)</small> <u>James S. Black</u> Title <u>President</u>																																												