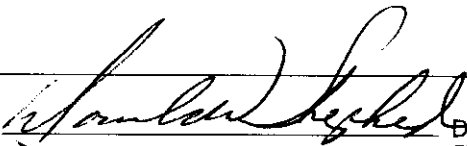


No. C 111175	Due no later than Jun 30, 2001		2. Registered Agent and Office NO PO BOX												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Annual Report Form		DONALD W SHEPHERD												
	1. Mailing Address - Correct in this box, if applicable GEM 15, INC. DONALD W SHEPHERD 1331 11TH AVE NO. EXT. NAMPA, ID 83687		1331 11TH AVE NO. EXT. NAMPA, ID 83687												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.															
	<u>Office held</u>	<u>Name</u>	<table border="1"> <thead> <tr> <th data-bbox="1299 388 1517 450"><u>Street or P.O. Address</u></th> <th data-bbox="1517 388 1648 450"><u>City</u></th> <th data-bbox="1648 388 1779 450"><u>State</u></th> <th data-bbox="1779 388 1891 450"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td data-bbox="1299 450 1517 518">President Donald W. Shepherd</td> <td data-bbox="1517 450 1648 518">520 Bayhill Dr</td> <td data-bbox="1648 450 1779 518">Nampa</td> <td data-bbox="1779 450 1891 518">ID 83686</td> </tr> <tr> <td data-bbox="1299 518 1517 585">Secretary Carol Shepherd</td> <td data-bbox="1517 518 1648 585">520 Bayhill Dr</td> <td data-bbox="1648 518 1779 585">Nampa</td> <td data-bbox="1779 518 1891 585">ID 83686</td> </tr> </tbody> </table>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President Donald W. Shepherd	520 Bayhill Dr	Nampa	ID 83686	Secretary Carol Shepherd	520 Bayhill Dr	Nampa	ID 83686
<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>												
President Donald W. Shepherd	520 Bayhill Dr	Nampa	ID 83686												
Secretary Carol Shepherd	520 Bayhill Dr	Nampa	ID 83686												
5. Organized Under the Laws of: IDAHO C 111175	6.  Signature _____ Date <u>4/30/01</u> Name (Typed or Printed) <u>Donald W. Shepherd</u> Title: <u>President</u>														