

November 18, 1997

WILLIAM GUHRKE
BEACHWOOD BUILDERS C 118101
680 N 9TH ST
BOISE ID 83702

RE: BEACHWOOD BUILDERS C 118101

Greetings:

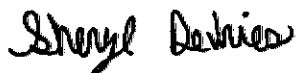
Please find enclosed your recently submitted annual report for the 1996-1997 fiscal year. We are unable to accept it in its present form. Please make the following correction(s) and return to this office.

Pursuant to section 30-1-120(6) the annual report must be signed by an officer of the corporation or the chairman of the board of directors.

The corrected annual report must be received in this office before December 1, 1997 to avoid being subject to administrative dissolution. If you wish to let the corporation administratively dissolve, disregard any future notices you may receive.

If you have any questions or need further assistance, please do not hesitate to contact this office at (208) 332-2811.

Very truly yours,



Sheryl DeVries
Corporate Division

Enclosures: cited

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Beachwood Builders
680 N. 9th
Boise, Id 83702

RESOLVED, the following persons are elected to the offices set forth opposite their respective names to serve until their successors are chosen and shall have qualified:

NAME	OFFICE
William R. Guhrke	President
Kaare Kolnes	Chief Executive Officer
Grant R. Kolnes	Vice President
Judith A. Guhrke	Secretary
Jack L. Barber	Treasurer

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BOOKS AND RECORDS; PAYMENT OF EXPENSES.

After discussion, the following resolution regarding procurement of books and records was unanimously adopted:

RESOLVED, the Secretary of the Corporation is authorized and directed to procure all necessary books, books of account and stock books necessary or appropriate in connection with the business of the Corporation.

FURTHER RESOLVED, the Treasurer of the Corporation is authorized and directed to pay all charges and expenses incident to or arising out of the organization of the Corporation.

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ADOPTION OF FISCAL YEAR.

After discussion, the following resolution regarding the Corporation's fiscal year was unanimously adopted:

RESOLVED, the fiscal year of the Corporation shall be the same as the calendar year. The first fiscal year shall commence on the effective date of this Organizational Action and end on December 31, 1997. Each subsequent fiscal year shall commence on January 1 and end on December 31.

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STOCK CERTIFICATE.

After discussion, the following resolution regarding the Corporation's stock certificates was unanimously adopted:

RESOLVED, the form and specimen of stock certificate attached to this Resolution as Exhibit B is adopted as the Certificate to represent the shares of the \$1.00 par value common stock of the Corporation.

**UNANIMOUS CONSENT AND ACTION IN LIEU OF
ORGANIZATIONAL MEETING OF SHAREHOLDERS OF
BEACHWOOD BUILDERS, INC.**

The undersigned, constituting all of the shareholders of Beachwood Builders, Inc., an Idaho corporation ("Corporation"), take the following action by unanimous written consent pursuant to Section 30-1-145 of the Idaho Business Corporation Act. The undersigned shareholders waive any notice required under the Act:

1 ELECTION OF DIRECTORS

RESOLVED, the following persons are elected as Directors of the Corporation to hold office until the next annual meeting of the shareholders and until their successors are elected and qualified or until their prior death, resignation or removal:

<u>Name</u>	<u>Address</u>
Kaare Kolnes	1620 N. Trellis Place, Eagle, Idaho 83616
Grant R. Kolnes	1598 N. Trellis Place, Eagle, Idaho 83616
Jack L. Barber	680 N. 9th Street, Boise, Idaho 83702
William R. Guhrke	680 N. 9th Street, Boise, Idaho 83702
Judith A. Guhrke	680 N. 9th Street, Boise, Idaho 83702

2 EFFECTIVE DATE OF ACTION

The effective date of the above action is January 31, 1997.

APPROVED:


Kaare Kolnes, Shareholder


Grant R. Kolnes, Shareholder


Jack L. Barber, Shareholder


William R. Guhrke, Shareholder

SHAREHOLDERS UNANIMOUS CONSENT AND ACTION IN LIEU
OF ORGANIZATIONAL MEETING OF SHAREHOLDERS - 1