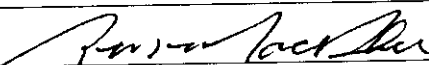


No. C 39005	Due no later than Nov 30, 2002 Annual Report Form	2. Registered Agent and Office NO PO BOX H. F. MAGNUSON 413 CEDAR STREET WALLACE, ID 83873																																										
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable SOUTH ATLAS MINES, INC. R. M. MACPHEE BOX 469 WALLACE, ID 83873	3. <u>New</u> Registered Agent Signature																																										
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																																												
<table 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>H. F. Magnuson</td> <td>Box 469</td> <td>Wallace</td> <td>ID</td> <td>83873</td> </tr> <tr> <td>Secretary</td> <td>R. M. MacPhee</td> <td>Box 252</td> <td>Kellogg</td> <td>ID</td> <td>83837</td> </tr> <tr> <td>Director</td> <td>H. F. Magnuson</td> <td>Box 469</td> <td>Wallace</td> <td>ID</td> <td>83873</td> </tr> <tr> <td>Director</td> <td>R. M. MacPhee</td> <td>Box 252</td> <td>Kellogg</td> <td>ID</td> <td>83837</td> </tr> <tr> <td>Director</td> <td>Josef Suveg</td> <td>125 King Street</td> <td>Wallace</td> <td>ID</td> <td>83873</td> </tr> <tr> <td>Director</td> <td>H. James Magnuson</td> <td>Box 2288</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	H. F. Magnuson	Box 469	Wallace	ID	83873	Secretary	R. M. MacPhee	Box 252	Kellogg	ID	83837	Director	H. F. Magnuson	Box 469	Wallace	ID	83873	Director	R. M. MacPhee	Box 252	Kellogg	ID	83837	Director	Josef Suveg	125 King Street	Wallace	ID	83873	Director	H. James Magnuson	Box 2288	Coeur d'Alene	ID	83814
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5. Organized Under the Laws of: IDAHO C 39005	6. Signature  Date <u>10-11-02</u> Name (Typed or Printed) <u>R. M. MacPhee</u> Title <u>Secretary</u>																																											