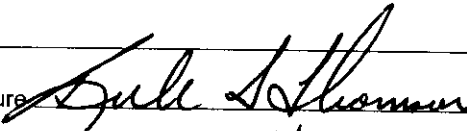
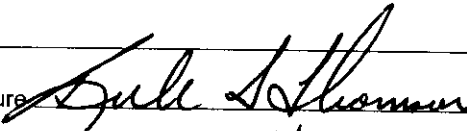
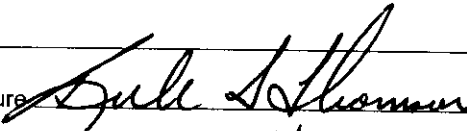


No. C 128331 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Apr 30, 2001 Annual Report Form <div style="background-color: black; color: white; padding: 2px; text-align: center;">1. Mailing Address - Correct in this box, if applicable</div> PRO FOODS, INC. 690 YELLOWSTONE AVE STE A POCATELLO, ID 83201	2. Registered Agent and Office NO PO BOX KIRK S THOMSON 690 YELLOWSTONE AVE STE A POCATELLO, ID 83201 3. <u>New</u> Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
President	Kirk S. Thomson	690 Yellowstone #A	Pocatello	ID	83201
Secretary	Bobbi Jo Thomson	690 Yellowstone #A	Pocatello	ID	83201

5. Organized Under the Laws of: <div style="text-align: center;">IDAHO C 128331</div>	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Signature </td> <td style="width: 40%;">Date 5-14-01</td> </tr> <tr> <td>Name (Typed or Printed) Kirk S. Thomson</td> <td>Title: President</td> </tr> </table>	Signature 	Date 5-14-01	Name (Typed or Printed) Kirk S. Thomson	Title: President
Signature 	Date 5-14-01				
Name (Typed or Printed) Kirk S. Thomson	Title: President				