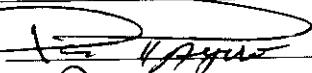
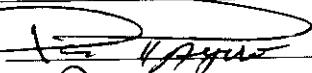
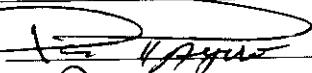


| <b>No. W 9938</b>   | <b>Due no later than Oct 31, 2001</b><br><b>Annual Report Form</b>   | 2. Registered Agent and Office <b>NO PO BOX</b><br>DAVID B PAYNE<br>9323 N GOVERNMENT WAY #241<br>HAYDEN, ID 83835 |  |              |                                     |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
|---|--|--|--|--------------|-------------------------------------|---------------|--------------|------------|---------|-------------|---------|---------|----|-------|---------|-----------------|---------|---------|----|-------|
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b>  | 1. Mailing Address - Correct in this box, if applicable<br>WESTERN AUTO WHOLESALERS, L.L.C.<br><del>2701 N 4TH ST</del> 9323 N. GOVERNMENT WAY<br># 241<br>COEUR D'ALENE, ID 83815<br>HAYDEN, ID 83835   | 3. <u>New</u> Registered Agent Signature   |  |              |                                     |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| 4. Limited Liability Companies: Enter Names and Addresses of Managers. <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>Manager</td> <td>DAVID PAYNE</td> <td>Box 389</td> <td>Colbert</td> <td>WA</td> <td>99005</td> </tr> <tr> <td>Manager</td> <td>ANNABELLE PAYNE</td> <td>Box 389</td> <td>Colbert</td> <td>WA</td> <td>99005</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> | Manager | DAVID PAYNE | Box 389 | Colbert | WA | 99005 | Manager | ANNABELLE PAYNE | Box 389 | Colbert | WA | 99005 |
| <u>Office held</u>  | <u>Name</u>  | <u>Street or P.O. Address</u>  | <u>City</u>  | <u>State</u> | <u>Zip</u>                          |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| Manager   | DAVID PAYNE  | Box 389  | Colbert  | WA           | 99005                               |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| Manager   | ANNABELLE PAYNE  | Box 389  | Colbert  | WA           | 99005                               |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| 5. Organized Under the Laws of:<br><br>IDAHO<br>W 9938  | 6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">           Signature  </td> <td style="width: 50%;">           Date 8-1-01         </td> </tr> <tr> <td>           Name (Typed or Printed) DAVID PAYNE         </td> <td>           Title manager         </td> </tr> </table> |  | Signature  | Date 8-1-01  | Name (Typed or Printed) DAVID PAYNE | Title manager |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| Signature   | Date 8-1-01  |  |  |              |                                     |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |
| Name (Typed or Printed) DAVID PAYNE   | Title manager  |  |  |              |                                     |               |              |            |         |             |         |         |    |       |         |                 |         |         |    |       |