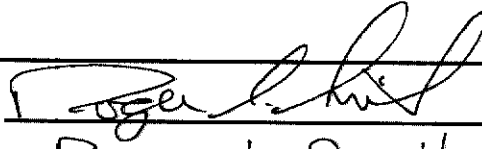


No. 114395	Annual Report Form Due No Later Than November 30,		2. Registered Agent and Office NOT A P.O. BOX																		
97 DEC 22 AM 8:50 SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct QUILT SHOP, INC. (THE) RONALD L HEDELIUS MARILYN S. SMITH 4020 E 300 N 390 N. KAREY LN RIGBY ID 83442 Idaho Falls, Id. 83402		RONALD L HEDELIUS MARILYN S. SMITH 4020 E 300 N 390 N KAREY LANE RIGBY ID 83442 Idaho Falls, Id. 83402																		
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)		3. Organized Under the Laws of: Idaho																			
<table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>PRESIDENT</td> <td>MARILYN S. Smith</td> <td>390 N KAREY LANE</td> <td>Idaho Falls</td> <td>Id</td> <td>83402</td> </tr> <tr> <td>SECRETARY</td> <td>Roger L. Smith</td> <td>390 N. KAREY LANE</td> <td>Idaho Falls</td> <td>Id</td> <td>83402</td> </tr> </tbody> </table>				Office held	Name	Street or P.O. Address	City	State	Zip	PRESIDENT	MARILYN S. Smith	390 N KAREY LANE	Idaho Falls	Id	83402	SECRETARY	Roger L. Smith	390 N. KAREY LANE	Idaho Falls	Id	83402
Office held	Name	Street or P.O. Address	City	State	Zip																
PRESIDENT	MARILYN S. Smith	390 N KAREY LANE	Idaho Falls	Id	83402																
SECRETARY	Roger L. Smith	390 N. KAREY LANE	Idaho Falls	Id	83402																
5.		6. Signature  Date 17 Dec 1997 Name (Typed or Printed) Roger L. Smith Title Secretary																			

INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

- Please pay special attention to the mailing address. If it is incorrect, please make the appropriate corrections.
NOTE: The name of the business entity cannot be altered on the annual report form.
- If the registered agent has changed or moved, please make that correction on this form. The registered agent must be found IN IDAHO at a PHYSICAL ADDRESS. PO Boxes WILL NOT be accepted. If report is for a Limited Liability please refer to # 4 below.
- Corporation: Enter names and addresses of ONLY the president, secretary, and directors in block 4.
Limited Liability Company: Enter the names and addresses of the managers or members in block 4.
NOTE: Putting "same as last year" WILL NOT be accepted.
- If the registered agent has been changed in block 2, then the NEW registered agent must accept that position by signing in block 5.
- Corporation: Block 6 must be signed by an officer or chairman of the board of the corporation. Signer must specify his or her title.
Limited Liability Company: Block 6 must be signed by a manager or member, who must specify his or her title.

If the business entity is no longer doing business in Idaho, please contact the Secretary of State's office at (208) 334-2301 for further instructions.

NOTE: The annual report must be received by the Office of the Secretary of State on or before November 30. Postmark date will not be accepted. Failure to timely file shall: (1) Subject a domestic corporation to administrative dissolution proceedings; (2) Subject a foreign corporation to proceedings to revoke its certificate of authority; or (3) Subject a limited liability company to cancellation of its articles of organization or certificate of registration.

DUE NO LATER THAN NOVEMBER 30