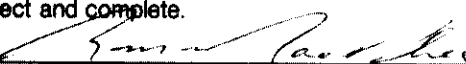
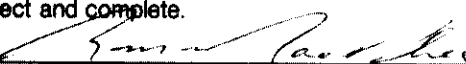
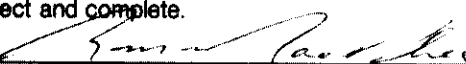


| <b>No. 35888</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Idaho Corporation Annual Report Form</b><br><i>Due No Later Than November 1, 1988</i>                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>2. Registered Agent and Office</b><br><br><b>H.F. MAGNUSON</b><br><b>BOX 469</b><br><b>WALLACE, IDAHO</b><br><b>83873</b> |              |                                                                                                                                                            |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------|-------------|--------------|------------|------------|----------------|---------|---------|----|-------|------------|---------------|---------|---------|----|-------|------------|---------------|---------|---------|----|-------|--|----------------|---------|---------|----|-------|--|-----------------|-------------------|--|--|--|--|--|------------------|---------|----|-------|--|----------------|-------------------|-----------|----|-------|
| <b>Return To</b><br><br><b>Secretary of State</b><br><b>Room 203 Statehouse</b><br><b>Boise ID 83720</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>1. Mailing Address — Please Correct 035888</b><br><br><b>GEM STATE SILVER, INC.</b><br><b>R. M. MACPHEE</b><br><b>BOX 469</b><br><b>WALLACE, IDAHO</b><br><b>83873</b> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>3. Incorporated Under The Laws of</b><br><br><b>STATE OF IDAHO</b>                                                        |              |                                                                                                                                                            |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
| <b>4. Names and Addresses of Officers and Directors</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                              |              |                                                                                                                                                            |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
| <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;"></th> <th style="width: 30%; text-align: center;"><u>Name</u></th> <th style="width: 30%; text-align: center;"><u>Street or P.O. Address</u></th> <th style="width: 10%; text-align: center;"><u>City</u></th> <th style="width: 10%; text-align: center;"><u>State</u></th> <th style="width: 10%; text-align: center;"><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>Directors:</td> <td>R. M. MacPhee</td> <td>Box 252</td> <td>Kellogg</td> <td>ID</td> <td>83837</td> </tr> <tr> <td></td> <td>H. F. Magnuson</td> <td>Box 469</td> <td>Wallace</td> <td>ID</td> <td>83873</td> </tr> <tr> <td></td> <td>Robert N. Brown</td> <td>202 Lincoln Bldg.</td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td>W. 818 Riverside</td> <td>Spokane</td> <td>WA</td> <td>99201</td> </tr> <tr> <td></td> <td>James E. Scott</td> <td>315 E. Leland Rd.</td> <td>Pittsburg</td> <td>CA</td> <td>94565</td> </tr> </tbody> </table> |                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                              |              |                                                                                                                                                            | <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 | Directors: | R. M. MacPhee | Box 252 | Kellogg | ID | 83837 |  | H. F. Magnuson | Box 469 | Wallace | ID | 83873 |  | Robert N. Brown | 202 Lincoln Bldg. |  |  |  |  |  | W. 818 Riverside | Spokane | WA | 99201 |  | James E. Scott | 315 E. Leland Rd. | Pittsburg | CA | 94565 |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <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                                                                                                                                                      |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
| Directors:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | R. M. MacPhee                                                                                                                                                             | Box 252                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Kellogg                                                                                                                      | ID           | 83837                                                                                                                                                      |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | H. F. Magnuson                                                                                                                                                            | Box 469                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Wallace                                                                                                                      | ID           | 83873                                                                                                                                                      |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Robert N. Brown                                                                                                                                                           | 202 Lincoln Bldg.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                                              |              |                                                                                                                                                            |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                           | W. 818 Riverside                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Spokane                                                                                                                      | WA           | 99201                                                                                                                                                      |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | James E. Scott                                                                                                                                                            | 315 E. Leland Rd.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Pittsburg                                                                                                                    | CA           | 94565                                                                                                                                                      |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
| <b>5. Nature of Business</b><br><br><b>Nonproductive Mine</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                           | <b>6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.</b><br><br><table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;"> <b>Signature</b> <br/> <b>Name (Typed or Printed)</b> <b>R. M. MacPhee</b> </td> <td style="width: 50%;"> <b>Date</b> <b>August 3, 1988</b><br/> <b>Title</b> <b>Secretary</b> </td> </tr> </table> |                                                                                                                              |              | <b>Signature</b> <br><b>Name (Typed or Printed)</b> <b>R. M. MacPhee</b> | <b>Date</b> <b>August 3, 1988</b><br><b>Title</b> <b>Secretary</b> |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |
| <b>Signature</b> <br><b>Name (Typed or Printed)</b> <b>R. M. MacPhee</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>Date</b> <b>August 3, 1988</b><br><b>Title</b> <b>Secretary</b>                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                              |              |                                                                                                                                                            |                                                                    |                               |             |              |            |            |                |         |         |    |       |            |               |         |         |    |       |            |               |         |         |    |       |  |                |         |         |    |       |  |                 |                   |  |  |  |  |  |                  |         |    |       |  |                |                   |           |    |       |

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