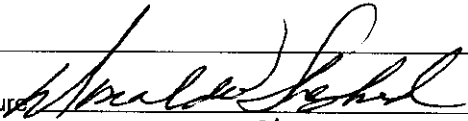


No. <b>C 127959</b>	<b>Due no later than Mar 31, 2001</b> <b>Annual Report Form</b>	2. Registered Agent and Office <b>NO PO BOX</b>																		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	1. Mailing Address - Correct in this box, if applicable  GEM 5, INC. CONALD W SHEPHERD 1331 11TH AVE N EXTENSION  NAMPA, ID 83687	DONALD W SHEPHERD 1331 11TH AVE N EXTENSION  NAMPA, ID 83687  3. <u>New</u> Registered Agent Signature																		
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.  <table border="0" style="width: 100%;"> <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>Donald W. Shepheard</td> <td>520 Bayhill Dr.</td> <td>Nampa</td> <td>ID</td> <td>83686</td> </tr> <tr> <td>Sec/Treas</td> <td>Carol Shepheard</td> <td>520 Bayhill Dr.</td> <td>Nampa</td> <td>ID</td> <td>83686</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	Donald W. Shepheard	520 Bayhill Dr.	Nampa	ID	83686	Sec/Treas	Carol Shepheard	520 Bayhill Dr.	Nampa	ID	83686
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Sec/Treas	Carol Shepheard	520 Bayhill Dr.	Nampa	ID	83686															
5. Organized Under the Laws of:  IDAHO C 127959	6.  Signature _____ Date _____ Name (Typed or Printed) <u>Donald Shepheard</u> Title: <u>XXXX</u>																			