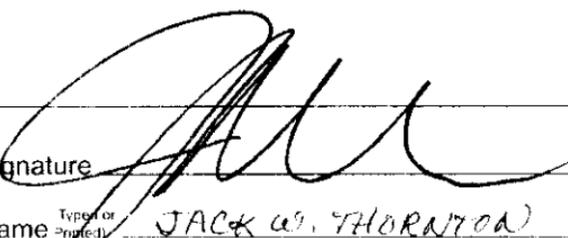


No. <b>W 21974</b>	<b>Due no later than December 31, 2004</b>		2. Registered Agent and Office <b>NO PO BOX</b>													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	<b>Annual Report Form</b>		JACK W THORNTON JR 111 RIVERS ST KETCHUM, ID 83350													
	1. Mailing Address - Correct in this box, if applicable  THORNTON PROPERTIES, LLC PO BOX 2560 SUN VALLEY, ID 83350															
3. <u>New</u> Registered Agent Signature																
4. Limited Liability Companies: Enter Names and Addresses of Managers.  <table border="1" 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>JACK W. THORNTON</td> <td>P.O. Box 2560</td> <td>SUN VALLEY</td> <td>IDAHO</td> <td>83353</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	JACK W. THORNTON	P.O. Box 2560	SUN VALLEY	IDAHO	83353
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
MANAGER	JACK W. THORNTON	P.O. Box 2560	SUN VALLEY	IDAHO	83353											
5. Organized Under the Laws of:  IDAHO W 21974		6.  Signature _____ Date <u>10/28/04</u> Name <small>Type or Print</small> <u>JACK W. THORNTON</u> Title <u>MANAGER</u>														