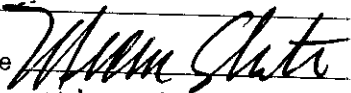


No. C 97496 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Jan 31, 2001 Annual Report Form 1. Mailing Address - Correct in this box, if applicable TBG FINANCIAL & INSURANCE SERVICES DONALD M TIPPETT JR 2029 CENTURY PARK EAST SUITE 3720 LOS ANGELES, CA 90067	2. Registered Agent and Office NO PO BOX CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83702 3. <u>New</u> Registered Agent Signature												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 15%;"><u>Office held</u></th> <th style="text-align: left; width: 25%;"><u>Name</u></th> <th style="text-align: left; width: 35%;"><u>Street or P.O. Address</u></th> <th style="text-align: left; width: 15%;"><u>City</u></th> <th style="text-align: left; width: 10%;"><u>State</u></th> <th style="text-align: left; width: 10%;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="height: 150px; vertical-align: middle; text-align: center; font-size: 24px;">See Attached</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>	See Attached					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>									
See Attached														
5. Organized Under the Laws of: CALIFORNIA C 97496	6. Signature  Date <u>12/18/2000</u> Title: <u>President</u> XXXX Name (Typed or Printed) <u>Michael R. Shute</u>													

Issued 11/01/2000

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TBG Financial & Insurance Services Corp. Listing of Officers and Directors
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OFFICERS

<u>TITLE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Chairman/Sec./Treas.	E. Eric Johnson	2029 Century Park East Suite 3720 Los Angeles, California 90067
President	Michael R. Shute	2029 Century Park East Suite 3720 Los Angeles, California 90067
Exec. Vice President	Donald M. Tippet, Jr.	2029 Century Park East Suite 3720 Los Angeles, California 90067
Exec. Vice President	Deanna B. McMahon	2029 Century Park East Suite 3720 Los Angeles, California 90067
Vice President & Controller	Stephanie F. Trolman	2029 Century Park East Suite 3720 Los Angeles, California 90067

DIRECTORS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
E. Eric Johnson	2029 Century Park East Suite 3720 Los Angeles, California 90067
Mike Shute	2029 Century Park East Suite 3720 Los Angeles, California 90067
Donald M. Tippet, Jr.	2029 Century Park East Suite 3720 Los Angeles, California 90067