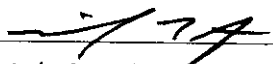


<b>No. W 10114</b>  Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	<b>Due no later than Nov 30, 2002 Annual Report Form</b>  <b>1. Mailing Address - Correct in this box, if applicable</b>  S3F, LLC MICHAEL FERY 2700 AIRPORT WAY  BOISE, ID 83705	<b>2. Registered Agent and Office NO PO BOX</b>  MICHAEL FERY 2700 AIRPORT WAY  BOISE, ID 83705  <b>3. <u>New</u> Registered Agent Signature</b>												
<b>4. Limited Liability Companies: Enter Names and Addresses of Managers.</b>  <table 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 style="vertical-align: top;">Manager</td> <td style="vertical-align: top;">Michael N. Fery</td> <td style="vertical-align: top;">609 Wydemere Dr.</td> <td style="vertical-align: top;">Boise,</td> <td style="vertical-align: top;">ID</td> <td style="vertical-align: top;">83702</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	Michael N. Fery	609 Wydemere Dr.	Boise,	ID	83702
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>									
Manager	Michael N. Fery	609 Wydemere Dr.	Boise,	ID	83702									
<b>5. Organized Under the Laws of:</b>  <div style="text-align: center;">IDAHO W 10114</div>	<b>6.</b> Signature  Date <u>Sept. 9, 2002</u> Name <small>(Typed or Printed)</small> <u>Michael N. Fery</u> Title <u>Manager</u>													