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CHG OFFICERS

FILED/EFFECTIVE
JULY 18 2000
00 JUL 21 AM 10:29
SECRETARY OF STATE
STATE OF IDAHO

SECRETARY OF STATE
P.O. BOX 83720
BOISE, IDAHO 83720

RE: HELEN SMITH FILM ORIGINALS
CORPORATION

DEAR SIRs:

ON MY NEXT BIRTHDAY
I'LL BE EIGHTY YEARS OLD.

I HEREWITH ASK YOU TO
UPDATE IMMEDIATELY THE CHANGE
IN THE BOARD OF DIRECTORS LISTING
WITH YOUR STATE OF IDAHO OFFICE.

I AM RELINQUISHING MY POSITION
AS PRESIDENT (AND REGISTERED AGENT...)
I AM DESIGNATING
MY OLDEST SON STUART FOSTER
SMITH TO HOLD (TAKE-OVER) THIS
"PRESIDENT" POSITION, AND THE POSITION
OF REGISTERED AGENT.

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HIS ADDRESS IS:

STUART FOSTER SMITH
P.O. BOX 111751
ANCHORAGE, AK 99511-1751

I AM DESIGNATING MY
YOUNGEST SON TO BE THE
SECRETARY.

HIS NAME AND ADDRESS
IS:

ANTHONY PETER STANFIELD SMITH
6811 NORTH FAIRHILL PLACE
BOISE, IDAHO 83703

PLEASE SEND THE YEARLY
CORPORATION UPDATE FORM TO:

STUART FOSTER SMITH AT THE
ANCHORAGE, ALASKA ADDRESS (NOV. 1, 2000).

George Oliver Smith

GEORGE OLIVER SMITH
1130 NORTH ALLUMBUUGH ST., #145
BOISE, IDAHO 83704

P.S. PLEASE SEND ME WRITTEN VERIFICATION THAT THIS
HAS BEEN DONE WITH THE DATE.