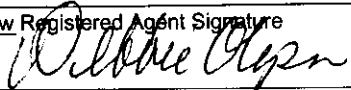
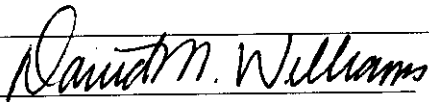


No. W 466	Due no later than Aug 31, 2001 Annual Report Form		2. Registered Agent and Office NO PO BOX JAMES ELLIS <i>PEBBIE ANN</i> 1337 LAVINE DR POCAATELLO, ID 83201																														
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box if applicable HB PROPERTIES, L.C. DAVID WILLIAMS 2280 S MAIN SALT LAKE CITY, UT 84115		3. New Registered Agent Signature 																														
4. Limited Liability Companies: Enter Names and Addresses of Members. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Office held</th> <th style="text-align: left; border-bottom: 1px solid black;">Name</th> <th style="text-align: left; border-bottom: 1px solid black;">Street or P.O. Address</th> <th style="text-align: left; border-bottom: 1px solid black;">City</th> <th style="text-align: left; border-bottom: 1px solid black;">State</th> <th style="text-align: left; border-bottom: 1px solid black;">Zip</th> </tr> </thead> <tbody> <tr> <td>MEMBER</td> <td>DAVID M. WILLIAMS</td> <td>2280 S. MAIN</td> <td>SLC</td> <td>UT</td> <td>84115</td> </tr> <tr> <td>MEMBER</td> <td>WILLIAM R. ELLIS</td> <td>2280 S. MAIN</td> <td>SLC</td> <td>UT</td> <td>84115</td> </tr> <tr> <td>MEMBER</td> <td>WILLIAM E. RIDENOUR</td> <td>2280 S. MAIN</td> <td>SLC</td> <td>UT</td> <td>84115</td> </tr> <tr> <td>MEMBER</td> <td>STEPHEN H. SMITH</td> <td>2280 S. MAIN</td> <td>SLC</td> <td>UT</td> <td>84115</td> </tr> </tbody> </table>				Office held	Name	Street or P.O. Address	City	State	Zip	MEMBER	DAVID M. WILLIAMS	2280 S. MAIN	SLC	UT	84115	MEMBER	WILLIAM R. ELLIS	2280 S. MAIN	SLC	UT	84115	MEMBER	WILLIAM E. RIDENOUR	2280 S. MAIN	SLC	UT	84115	MEMBER	STEPHEN H. SMITH	2280 S. MAIN	SLC	UT	84115
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5. Organized Under the Laws of: UTAH W 466		6. Signature  Date <u>6/8/01</u> Name (Typed or Printed) <u>DAVID M. WILLIAMS</u> Title <u>MEMBER</u>																															