

No. **W 33807**

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 October 31, 2005****Annual Report Form****1. Mailing Address - Correct in this box, if applicable**BENHAM COMPANIES, LLC (THE)  
LEGAL DEPARTMENT  
9400 N BROADWAY  
OKLAHOMA CITY, OK 73114**2. Registered Agent and Office NO PO BOX**NATIONAL REGISTERED AGENTS INC  
1423 TYRELL LANE  
BOISE, ID 83706**3. New Registered Agent Signature****4. Limited Liability Companies: Enter Names and Addresses of Managers.**Office held    NameStreet or P.O. AddressCityStateZip

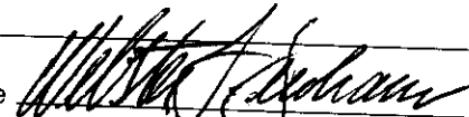
(See attached list)

Organized Under the Laws of:

DELAWARE  
W 33807

6.

Signature

Date 10-24-05Name (Typed or  
Printed)Webster L. BenhamTitle President + CEO

Issued 08/01/2005

**Do Not Tape or Staple**

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**Directors:**

Webster L. Benham  
 Donald T. Gunning  
 Gregory W. Meacham  
 Kenneth A. Nelson  
 Thomas D. Roach  
 Dennis C. Woody

**Officers:**

	<u>Corporate Officer Title</u>	
Webster L. Benham	Chairman, President & Chief Executive Officer	OKC
Frank R. Codispoti	Corporate Senior Vice President	OKC
Gregory W. Meacham	Corporate Senior Vice President, Chief Operating Officer	OKC
Kenneth A. Nelson	Corporate Senior Vice President	OKC
Herschel J. Roberts	Corporate Senior Vice President	NRM
Michael J. Graves	Chief Financial Officer & Treasurer	OKC
Terry L. Helms	Corporate Vice President	STP
Betsy M. Pain	Corporate Vice President, Assistant Corporate Secretary	OKC
Stanley L. Rankin	Corporate Vice President	OKC
Thomas D. Roach	Corporate Vice President	PHX
Bill David Absher	Division Vice President	OKC
Roseanne Bell	Division Vice President, Assistant Corporate Secretary	TUL
Daniel E. Bielski	Division Vice President	DET
Larry L. Block	Division Vice President, Assistant Corporate Secretary	STL
Bradford L. Ezell	Division Vice President	OKC
Douglas A. Hartwig	Division Vice President	OKC
Thomas L. Mertz	Division Vice President, Assistant Corporate Secretary	PHX
Jeff T. Napoliello	Division Vice President	OKC
Daniel J. Pearson	Division Vice President, Assistant Corporate Secretary	TUL
Christopher L. Scharrer	Division Vice President, Assistant Corporate Secretary	DET
Charles J. Sherman	Division Vice President, Assistant Corporate Secretary	DET
Alan A. Soltani	Division Vice President	OKC
Buck J. Titsworth	Division Vice President, Assistant Corporate Secretary	TUL
Michael D. Wright	Division Vice President, Assistant Corporate Secretary	TUL
Robert M. Buechel	Vice President, Assistant Corporate Secretary	STL
Gary L. Carnahan	Vice President, Assistant Corporate Secretary	LWL
Gary R. Coover	Vice President	LWL
Donald T. Gunning	Vice President	OKC
Mark L. Matheson	Vice President, Assistant Corporate Secretary	HSTN
James W. Mock	Vice President	OKC
George H. Richardson	Vice President, Assistant Corporate Secretary	TUL
Joseph S. Rogers	Vice President	LWL
Steven W. Sauer	Vice President, Assistant Corporate Secretary	STP
Wallace C. Smith	Vice President	LR
Richard D. Wilson	Vice President	HSTN
Dennis C. Woody	Vice President, Assistant Corporate Secretary	TUL
Donna M. Cantrell	Corporate Secretary	OKC
Ted E. Armstrong	Assistant Corporate Secretary	PHX
M. Diane Hamilton	Assistant Corporate Secretary	NRM
Robert H. Kastens	Assistant Corporate Secretary	OKC
Florentino J. Mendez	Assistant Corporate Secretary	OKC
Denise E. Sidwell	Assistant Corporate Secretary	OKC
Vicki S. Wells	Assistant Corporate Secretary	OKC

**DET** 1250 Pontiac Trail, Walled Lake, MI 48390 (PH: 248-926-3500, FX: 248-669-1150)  
**HSTN** 9800 Richmond Ave., Suite 590, Houston, TX 77042 (PH: 832-252-1144, FX: 832-252-8395)  
**LR** 1701 Centerview Drive, Suite 207, Little Rock, AR 72211 (PH: 501-228-4420, FX: 501-228-4410)  
**LWL** (201 Presidential Drive, Ste 200) P.O. Box 2060, Lowell, AR 72745 (PH: 479-770-5800, FX: 479-770-  
**NRM** 3700 W. Robinson, Ste. 200, Norman, OK 73072 (PH: 405-321-3895, FX: 405-364-1708)  
**OKC** 9400 N. Broadway, Suite 300, Oklahoma City, OK 73114 (PH: 405-478-5353, FX: 405-478-5660)  
**PHX** 3200 North Central Avenue, Suite 1100, Phoenix, AZ 85012 (PH: 602-995-6940, FX: 602-995-6944)  
**STL** 3668 S. Geyer Road, Suite 100, St. Louis, MO 63127-1243 (PH: 314-821-7017, FX: 314-821-8499)  
**STP** 60 East Plato Boulevard, Suite 300, St. Paul, MN 55107 (PH: 651-771-2222, FX: 651-779-3911)  
**TUL** 1 West 3rd Street, Suite 100, Tulsa, OK 74103 (PH: 918-492-1600, FX: 918-492-1031)