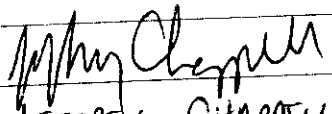


No. W 27129	Due no later than December 31, 2004 Annual Report Form		2. Registered Agent and Office NO PO BOX JEFFREY CHAPPELL 1656 SATTERFIELD DR POCATELLO, ID 83201												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable SMART PLAY TOYS, LLC JEFFREY CHAPPELL 1656 SATTERFIELD DR POCATELLO, ID 83201		3. <u>New</u> Registered Agent Signature												
4. Limited Liability Companies: Enter Names and Addresses of Members. <table border="1"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>CEO</td> <td>Chappell, Jeffrey</td> <td>1656 Satterfield Dr</td> <td>Pocatello</td> <td>ID</td> <td>83201</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>	CEO	Chappell, Jeffrey	1656 Satterfield Dr	Pocatello	ID	83201
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
CEO	Chappell, Jeffrey	1656 Satterfield Dr	Pocatello	ID	83201										
5. Organized Under the Laws of: IDAHO W 27129	6. Signature  Name (Typed or Printed) <u>JEFFREY CHAPPELL</u> Date <u>06 DEC 2004</u> Title <u>CEO</u>														

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