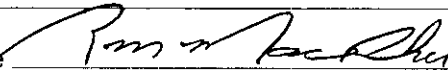
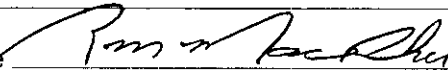
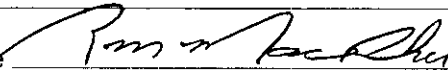


No. C 39005 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Nov 30, 2000 Annual Report Form 1. Mailing Address - Correct in this box, if applicable SOUTH ATLAS MINES, INC. R. M. MACPHEE BOX 469 WALLACE, ID 83873	2. Registered Agent and Office NO PO BOX H. F. MAGNUSON 413 CEDAR STREET WALLACE, ID 83873 3. New Registered Agent Signature
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4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
President	H. F. Magnuson	Box 469	Wallace	ID	83873
Secretary	R. M. MacPhee	Box 252	Kellogg	ID	83837
Director	H. F. Magnuson	Box 469	Wallace	ID	83873
Director	R. M. MacPhee	Box 252	Kellogg	ID	83837
Director	Josef Suveg	125 King Street	Wallace	ID	83873
Director	H. James Magnuson	Box 2288	Coeur d'Alene	ID	83814

5. Organized Under the Laws of: IDAHO C 39005	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Signature </td> <td style="width: 40%;">Date <u>9-30-00</u></td> </tr> <tr> <td>Name (Typed or Printed) <u>R. M. MacPhee</u></td> <td>Title: <u>Secretary</u></td> </tr> </table>	Signature 	Date <u>9-30-00</u>	Name (Typed or Printed) <u>R. M. MacPhee</u>	Title: <u>Secretary</u>
Signature 	Date <u>9-30-00</u>				
Name (Typed or Printed) <u>R. M. MacPhee</u>	Title: <u>Secretary</u>				

Issued 09/04/2000

Do Not Tape or Staple

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