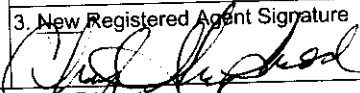
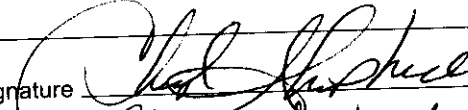


No. C 133931	Due no later than May 31, 2001 Annual Report Form		2. Registered Agent and Office NO PO BOX ROY W SHEPHERD II 2575 THOMAS HILL DR COEUR D'ALENE, ID 83815																		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable PRIME PERFORMANCE GROUP, INC. ROY W SHEPHERD II 2575 THOMAS HILL DR COEUR D'ALENE, ID 83815		3. New Registered Agent Signature 																		
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>President</td> <td>Cheryl Shepherd</td> <td>2575 Thomas Hill Dr.</td> <td>Coeur d'Alene</td> <td>ID</td> <td>83815</td> </tr> <tr> <td>Secretary</td> <td>Roy Shepherd II</td> <td>2575 Thomas Hill Dr.</td> <td>Coeur d'Alene</td> <td>ID</td> <td>83815</td> </tr> </tbody> </table> <p>(no other officers appointed)</p>				Office held	Name	Street or P.O. Address	City	State	Zip	President	Cheryl Shepherd	2575 Thomas Hill Dr.	Coeur d'Alene	ID	83815	Secretary	Roy Shepherd II	2575 Thomas Hill Dr.	Coeur d'Alene	ID	83815
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5. Organized Under the Laws of: IDAHO C 133931	6. Signature  Name (Printed) Cheryl Shepherd			Date 4/2/01 Title: President																	