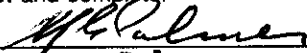


No. 84379	Idaho Corporation Annual Report Form Due No Later Than November 1, 1990	2. Registered Agent and Office MICHAEL MCLAUGHLIN 700 NORTH THIRD EAST MOUNTAIN HOME ID 83647																														
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED		1. Mailing Address — Please Correct TOPAZ EXPLORATION (U.S.) LT MICHAEL A. FARRAGE #500 - 455 GRANVILLE STRE VANCOUVER BC 00000 CANADA V6C1V2	3. Incorporated Under The Laws of ID NO: 084379																													
4. Names and Addresses of Officers and Directors																																
	<table border="1"> <thead> <tr> <th data-bbox="431 405 728 437">Name</th> <th data-bbox="728 405 1075 437">Street or P.O. Address</th> <th data-bbox="1075 405 1290 437">City</th> <th data-bbox="1290 405 1389 437">State</th> <th data-bbox="1389 405 1628 437">Zip</th> </tr> </thead> <tbody> <tr> <td data-bbox="51 437 426 490">President: M. G. Palmer</td> <td data-bbox="431 437 728 490">Box 6187</td> <td data-bbox="1075 437 1290 490">Kennewick</td> <td data-bbox="1290 437 1389 490">Washington</td> <td data-bbox="1389 437 1628 490">99336</td> </tr> <tr> <td data-bbox="51 490 426 543">Secretary: John W. E. Palmer</td> <td data-bbox="431 490 728 543">Box 7 Site 11 R.R 1</td> <td data-bbox="1075 490 1290 543">DeWinton</td> <td data-bbox="1290 490 1389 543">Alberta</td> <td data-bbox="1389 490 1628 543">T0L0x0</td> </tr> <tr> <td data-bbox="51 543 426 596">Directors: H.D. Smith</td> <td data-bbox="431 543 728 596">Box 13 Site 23 R.R 12</td> <td data-bbox="1075 543 1290 596">Calgary</td> <td data-bbox="1290 543 1389 596">Alberta</td> <td data-bbox="1389 543 1628 596">T3E 6W3</td> </tr> <tr> <td data-bbox="51 596 426 650">Sharon I. Paul</td> <td data-bbox="431 596 728 650">641 Willowburn Crescent</td> <td data-bbox="1075 596 1290 650">" "</td> <td data-bbox="1290 596 1389 650">" "</td> <td data-bbox="1389 596 1628 650">T2J 1M9</td> </tr> <tr> <td data-bbox="51 650 426 852">Anna Nyarady</td> <td data-bbox="431 650 728 852">#500- 455 Granville St.</td> <td data-bbox="1075 650 1290 852">Vancouver</td> <td data-bbox="1290 650 1389 852">B. C.</td> <td data-bbox="1389 650 1628 852">V6C 1V2</td> </tr> </tbody> </table>	Name	Street or P.O. Address	City	State	Zip	President: M. G. Palmer	Box 6187	Kennewick	Washington	99336	Secretary: John W. E. Palmer	Box 7 Site 11 R.R 1	DeWinton	Alberta	T0L0x0	Directors: H.D. Smith	Box 13 Site 23 R.R 12	Calgary	Alberta	T3E 6W3	Sharon I. Paul	641 Willowburn Crescent	" "	" "	T2J 1M9	Anna Nyarady	#500- 455 Granville St.	Vancouver	B. C.	V6C 1V2	
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5. Nature of Business Mining Exploration	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature  Name (Typed or Printed) M.G. Palmer Date 7:16:90 Title																															