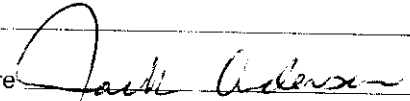


<b>No. C 144074</b>	<b>Due no later than May 31, 2004</b> <b>Annual Report Form</b>		2. Registered Agent and Office <b>NO PO BOX</b> <b>PACIFIC REGISTERED AGENTS IN</b> <b>2691 N BOBCAT WAY</b>  <b>MERIDIAN, ID 83642</b>																								
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF</b> <b>RECEIVED BY DUE DATE</b>	1. Mailing Address - Correct in this box, if applicable <b>GOLDLEAF FINANCIAL, LTD.</b>  <b>4046 W HWY 7</b>  <b>MONTEVIDEO, MN 56265</b>		3. <u>New</u> Registered Agent Signature																								
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																											
<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>President/CEO Director/Gen Counsel</td> <td>Geoffrey Hathaway</td> <td>4046 W. Hwy 7</td> <td>Montevideo</td> <td>MN</td> <td>56265</td> </tr> <tr> <td>Vice President/Secretary Director</td> <td>Jack Anderson</td> <td>4046 W. Hwy 7</td> <td>Montevideo</td> <td>MN</td> <td>56265</td> </tr> <tr> <td>Director</td> <td>Dennis Larson</td> <td>4046 W. Hwy 7</td> <td>Montevideo</td> <td>MN</td> <td>56265</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>	President/CEO Director/Gen Counsel	Geoffrey Hathaway	4046 W. Hwy 7	Montevideo	MN	56265	Vice President/Secretary Director	Jack Anderson	4046 W. Hwy 7	Montevideo	MN	56265	Director	Dennis Larson	4046 W. Hwy 7	Montevideo	MN	56265
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>																						
President/CEO Director/Gen Counsel	Geoffrey Hathaway	4046 W. Hwy 7	Montevideo	MN	56265																						
Vice President/Secretary Director	Jack Anderson	4046 W. Hwy 7	Montevideo	MN	56265																						
Director	Dennis Larson	4046 W. Hwy 7	Montevideo	MN	56265																						
5. Organized Under the Laws of:  <b>MINNESOTA</b> <b>C 144074</b>	6. Signature:  Date: <b>4-26-04</b> Name: <small>Typed or Printed:</small> <b>Jack Anderson</b> Title: <b>Vice President</b>																										