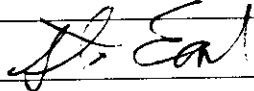


No. C 54878	Due no later than Jan 31, 2003 Annual Report Form	2. Registered Agent and Office NO PO BOX STEVEN G EARL 424 FIRST ST. <i>581 Douglas Ave</i> IDAHO FALLS, ID 83401																														
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable EARL'S DISTRIBUTING, INC. STEVE EARL 581 DOUGLAS AVE IDAHO FALLS, ID 83401	3. <u>New</u> Registered Agent Signature																														
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Office held</th> <th style="text-align: left; border-bottom: 1px solid black;">Name</th> <th style="text-align: left; border-bottom: 1px solid black;">Street or P.O. Address</th> <th style="text-align: left; border-bottom: 1px solid black;">City</th> <th style="text-align: left; border-bottom: 1px solid black;">State</th> <th style="text-align: left; border-bottom: 1px solid black;">Zip</th> </tr> </thead> <tbody> <tr> <td>Pres.</td> <td>Steven G. Earl</td> <td>581 Douglas Ave.</td> <td>idaho Falls,</td> <td>ID</td> <td>83401</td> </tr> <tr> <td>Sec.</td> <td>Carol A. Earl</td> <td style="text-align: center;">:</td> <td style="text-align: center;">"</td> <td style="text-align: center;">"</td> <td></td> </tr> <tr> <td>VP</td> <td>D. Grant Earl</td> <td>1170 First Street</td> <td style="text-align: center;">"</td> <td style="text-align: center;">"</td> <td></td> </tr> <tr> <td>Tres</td> <td>Iola Earl</td> <td style="text-align: center;">"</td> <td style="text-align: center;">"</td> <td style="text-align: center;">"</td> <td></td> </tr> </tbody> </table>			Office held	Name	Street or P.O. Address	City	State	Zip	Pres.	Steven G. Earl	581 Douglas Ave.	idaho Falls,	ID	83401	Sec.	Carol A. Earl	:	"	"		VP	D. Grant Earl	1170 First Street	"	"		Tres	Iola Earl	"	"	"	
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5. Organized Under the Laws of: <div style="text-align: center;">IDAHO C 54878</div>	6.  Signature _____ Date <u>11-19-02</u> Name <small>(Typed or Printed)</small> <u>Steven G. Earl</u> Title <u>Pre.</u>																															