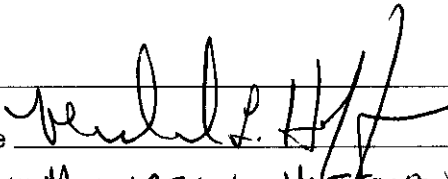


No. C 129606	Due no later than Jul 31, 2000 Annual Report Form		2. Registered Agent and Office NO PO BOX																														
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable CASTELLINA FILMS, INC. 910 W. MGIN #320 2675 WARM SPRINGS AVE BOISE, ID 83712 02		MICHAEL HOFFMAN 2675 WARM SPRINGS AVE BOISE, ID 83712 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>Michael L. Hoffman</td> <td>2675 Warm Springs Ave</td> <td>Boise</td> <td>ID</td> <td>83702</td> </tr> <tr> <td>Secretary</td> <td>Samantha Silva</td> <td>2675 Warm Springs Ave</td> <td>Boise</td> <td>ID</td> <td>83702</td> </tr> <tr> <td>Director</td> <td>Michael L. Hoffman</td> <td>I</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Director</td> <td>Samantha Silva</td> <td>I</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Office held	Name	Street or P.O. Address	City	State	Zip	President	Michael L. Hoffman	2675 Warm Springs Ave	Boise	ID	83702	Secretary	Samantha Silva	2675 Warm Springs Ave	Boise	ID	83702	Director	Michael L. Hoffman	I				Director	Samantha Silva	I			
Office held	Name	Street or P.O. Address	City	State	Zip																												
President	Michael L. Hoffman	2675 Warm Springs Ave	Boise	ID	83702																												
Secretary	Samantha Silva	2675 Warm Springs Ave	Boise	ID	83702																												
Director	Michael L. Hoffman	I																															
Director	Samantha Silva	I																															
5. Organized Under the Laws of: IDAHO C 129606	6. Signature  Date <u>5.27.2000</u> Name (Typed or Printed) <u>MICHAEL L. HOFFMAN</u> Time <u>11.00 A.M.</u>																																

Issued 05/10/2000

Do Not Tape or Staple

3111