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|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------------------------------------------------------------|---------|------------------|--|
| No. <b>W 78746</b>                                                                                                                                     |                 | <b>Due no later than Oct 31, 2010</b>                                                                                                                                          |            | 2. Registered Agent and Address <b>(NO PO BOX)</b>            |         |                  |  |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> |                 | <b>1. Mailing Address: Correct in this box if needed.</b><br>PROCTOR MOUNTAIN PROPERTIES, LLC<br>ROSS B MATTHEWS<br>500 THROCKMORTON ST STE 1510<br>FORT WORTH TX 76102<br>USA |            | ROSS B MATTHEWS<br>1384 DOLLAR MEADOWS<br>SUN VALLEY ID 83353 |         |                  |  |
|                                                                                                                                                        |                 |                                                                                                                                                                                |            | 3. <u>New</u> Registered Agent Signature:*                    |         |                  |  |
| 4. Limited Liability Companies: Enter Names and Addresses of at least one Member or Manager.                                                           |                 |                                                                                                                                                                                |            |                                                               |         |                  |  |
| Office Held                                                                                                                                            | Name            | Street or PO Address                                                                                                                                                           | City       | State                                                         | Country | Postal Code      |  |
| MEMBER                                                                                                                                                 | ROSS B MATTHEWS | 500 THROCKMORTON ST STE 1510                                                                                                                                                   | FORT WORTH | TX                                                            | USA     | 76102            |  |
| 5. Organized Under the Laws of:                                                                                                                        |                 | 6. Annual Report must be signed.*                                                                                                                                              |            |                                                               |         |                  |  |
| <b>TX<br/>W 78746</b>                                                                                                                                  |                 | Signature: Ross B Matthews                                                                                                                                                     |            |                                                               |         | Date: 10/29/2010 |  |
|                                                                                                                                                        |                 | Name (type or print): Ross B Matthews                                                                                                                                          |            |                                                               |         | Title: Member    |  |
| Processed 10/29/2010                                                                                                                                   |                 | * Electronically provided signatures are accepted as original signatures.                                                                                                      |            |                                                               |         |                  |  |