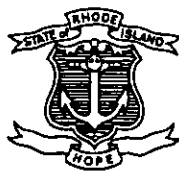


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the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number DNP-91000

Annual Report for the year 2001

- The name of the corporation is Digital Clubhouse Network
- The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
- The address of the registered office of the corporation in this state is 1500 FLEET CENTER PROVIDENCE, RI
02903
and the name of its registered agent in this state at that address is MARGARET D. FARRELL
- The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is charitable,
educational and scientific.
- If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is n/a
- Corporate address in Rhode Island 1500 Fleet Center, Providence, RI 02903
- Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
<u>Margaret D. Farrell</u>	<u>Director</u>	<u>1500 Fleet Center, Providence, RI 02903</u>
<u>Dan Greening</u>	<u>Director</u>	<u>229 8th Street, #4, San Francisco, CA 94103</u>
<u>Warren C. Hegg</u>	<u>Director</u>	<u>1258 Santa Cruz Ave, Menlo Park, CA 94025</u>
<u>Warren C. Hegg</u>	<u>President</u>	<u>1258 Santa Cruz Ave, Menlo Park, CA 94025</u>
<u>Joseph Lambert</u>	<u>Vice-President</u>	<u>2327 Tolman Hall #1670, Berkeley, CA 94720</u>
<u>Margaret D. Farrell</u>	<u>Secretary</u>	<u>1500 Fleet Center, Providence, RI 02903</u>
<u>Dan Greening</u>	<u>Treasurer</u>	<u>229 8th Street, #4, San Francisco, CA 94103</u>

Dated: 6/26/01

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



Digital Clubhouse Network

Exact Name of Corporation

By

Margaret D. Farrell

Title

Secretary

(Report must be signed by an officer)

FOR SECRETARY OF STATE USE ONLY

File Date: JUN 27 2001

Check No.: 136669

By: u

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Additional Information Sheet

Digital Clubhouse Network

Corporate ID No: 91000

8. NAME AND ADDRESSES OF THE OFFICERS (con't.)

<i>Name</i>	<i>Address</i>	<i>Title</i>
Dan Greening	229 8th Street, #4 San Francisco, CA 94103	Chairman of the Board
Dan Greening	229 8th Street, #4 San Francisco, CA 94103	Assistant Secretary

9. NAMES AND ADDRESSES OF THE DIRECTORS (con't.)

<i>Name</i>	<i>Address</i>
Joseph Lambert	Center for Digital Storytelling 2327 Tolman Hall #1670 Berkeley, CA 94720-1670
Mary Ellen Locke	4170 Willmar Drive Palo Alto, CA 94306