

State of Idaho

Office of the Secretary of State

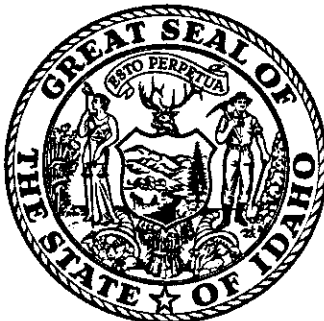
**CERTIFICATE OF AUTHORITY
OF
NGP REALTY SUB, L.P.**

File Number L 5988

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Limited Partnership Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application.

Dated: December 10, 2007



Ben Yursa

SECRETARY OF STATE

By *Sally Lloyd*



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED PARTNERSHIP

(Instructions on back of application)

FILED EFFECTIVE
07 DEC 10 AM 8:52

SECRETARY OF STATE
STATE OF IDAHO

The undersigned limited partnership applies for a Certificate of Authority and states as follows:

1. The name of the limited partnership is:

NGP Realty Sub, L.P.

2. The name which it shall use in Idaho is: NGP Realty Sub, L.P.

3. It is formed under the laws of: Delaware and its date of formation is 1/7/03

4. The business address of the office located in its jurisdiction of domicile:

2951 28th St., Santa Monica, CA 90405

5. The address of its principal office in Idaho is:

300 N 6th St., Boise ID 83702

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The name and physical street address of the registered agent in Idaho is:

CT Corporation System 300 N 6th St., Boise ID 83702

8. This limited partnership [is] [is not] a limited liability limited partnership.

9. The names and respective business and mailing addresses of its general partners:

Name	Street Address	Mailing Address
<u>NGP Realty Sub GP, LLC</u>	<u>2951 28th St., Santa Monica, CA 90405</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

Dated: 10/26/07

Signature: Christine Chong

Typed Name: Christine Chong

Capacity: Assistant Secretary
The signer must be a general partner of the limited partnership.

Customer Acct # : _____
(If using pre-paid account)

Secretary of State use only

g incorporation form of authority foreign lp, pmd Revised 07/2006

IDAHO SECRETARY OF STATE
12/10/2007 05:00
CK: 2281 CT: 220300 DI: 1088981
1 @ 100.00 = 100.00 REG FOR LP # 2
1 @ 20.00 = 20.00 CORP SUR # 3

L 5988

Delaware

PAGE 1

The First State

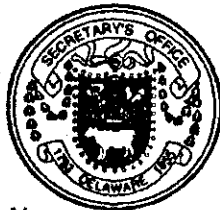
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NGP REALTY SUB, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF NOVEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3611890 8300

071245221

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6177465

DATE: 11-20-07