

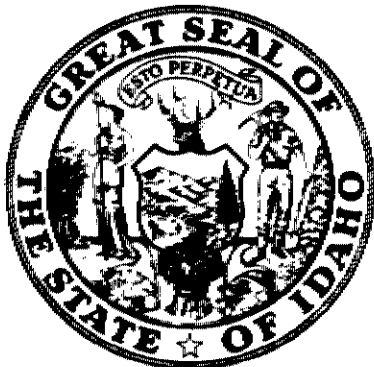
**Department of State.**

**CERTIFICATE OF AUTHORITY  
OF  
SHELL PROPERTIES CORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SHELL PROPERTIES CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to SHELL PROPERTIES CORPORATION to transact business in this State under the name SHELL PROPERTIES CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated **November 21, 1988**



SECRETARY OF STATE

Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

REC'D  
SEC. OF STATE  
88 NOV 21 AM 10 17

1. The name of the corporation is SHELL PROPERTIES CORPORATION

2. The name which it shall use in Idaho is SHELL PROPERTIES CORPORATION

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Illinois

4. The date of its incorporation is 10/12/88 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 40 Skokie Blvd., Suite 350, Northbrook, IL 60062

6. The address to which correspondence should be addressed, if different from that in item 5. c/o Rudnick & Wolfe, 203 N. LaSalle, #1900, Chicago, IL. 60601-1293,

Attn: Nancy A. Smits

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., 999 Main Street, Boise, Idaho 83702 and the name of its proposed

registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Real estate development, acquisitions, sales management

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Jeffrey P. Server, President,</u>	<u>10655 Sorrento Valley Rd., Suite 101,</u>	<u>San Diego, CA 92101</u>
<u>Perry J. Snyderman, Vice President/Director,</u>	<u>203 N. LaSalle, #1800,</u>	<u>Chicago, IL 60601</u>
<u>Jeanne Griggs, Vice President/Property Manager,</u>	<u>P.O. Box 5689, West Village,</u>	<u>Snowmass Village, CO 81615</u>
<u>Sheldon H. Ginsburg, Sec./Treas./Director,</u>	<u>40 Skokie Blvd., Suite 350,</u>	<u>Northbrook, IL 60062</u>
<u>Daniel B. Glickstein, Assist. Secretary,</u>	<u>40 Skokie Blvd., Suite 350,</u>	<u>Northbrook, IL 60062</u>
<u>William A. Zolla, Assist. Secretary,</u>	<u>203 N. LaSalle, #1800,</u>	<u>Chicago, IL 60601</u>
<u>Jo Ellen Maple, Assist. Secretary,</u>	<u>10655 Sorrento Valley Rd., Suite 101,</u>	<u>San Diego, CA 92101</u>

(continued on re- 92101)

Name	Office	Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: October 25, 1988

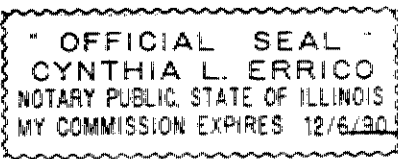
Shell Properties Corporation  
(Corporation Name)

By [Signature]  
Its President, Vice President (please specify) (PJS)  
and [Signature]  
Its Secretary, Assistant Secretary (please specify) (SKG)

STATE OF ILLINOIS )  
COUNTY OF COOK ) ss:

I, Cynthia L. Errico, a notary public, do hereby certify that on this 25th day of October, 19 88, personally appeared before me Perry J. Snyderman, who being by me first duly sworn, declared that she is the Vice President of Shell Properties Corporation

that she signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.



Cynthia L. Errico  
Notary Public

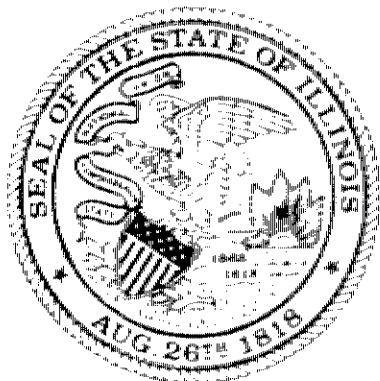


**To all to whom these Presents Shall Come, Greeting:**

*I, Jim Edgar, Secretary of State of the State of Illinois, do hereby certify that*

SHELL PROPERTIES CORPORATION, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE OCTOBER 12, 1988, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*

**In Testimony Whereof,** *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois this* \_\_\_\_\_ *14TH*  
*day of* NOVEMBER *A. D. 19* \_\_\_\_\_



*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

Secretary of State of Idaho

REC  
SEC 3

88 NOV 21

AM 10

**Shell  
Properties  
Corporation/West**

Re: Shell Properties Corporation  
Use of Corporate Name

Acquisitions  
Developments  
Property Management  
Supervisory Management

Arizona

Grandes Ranch  
Financial Center

7377 East Doubletree  
Ranch Road, Suite 170

Scottsdale  
Arizona  
85258

Telephone  
602 991-9767  
Telex cop  
602 991-9763

Colorado

P.O. Box 5689  
Stonemass Village  
Colorado  
81617

Telephone  
303 923-7447  
Telex cop  
303 923-7443

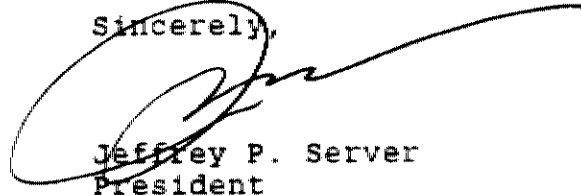
A Shell Group  
Company

Dear Sir or Madam:

Consent is hereby given to the above-referenced corporation, which corporation is attempting to qualify in the state of Idaho, to use the corporate name and do business under the name Shell Properties Corporation. Should you have any questions regarding this consent, please contact the undersigned.

Thank you.

Sincerely,

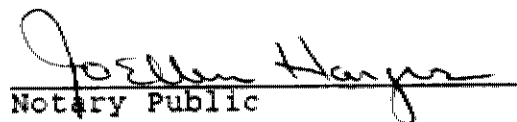


Jeffrey P. Server  
President

STATE OF Arizona )  
COUNTY OF Maricopa ) SS.:

I, the undersigned, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Jeffrey P. Server, President of Shell Properties Corporation/West, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and seal this 21st day of October, 1988.

  
Notary Public

My Commission Expires Dec. 9, 1988