

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

File #: L3899

The undersigned entity submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Idaho.

1. The name of the entity is: Mountain and Valley Properties L.P.

2. The street address of its present registered office is: 1101 W. River Street, Suite 340, Boise, Idaho 83702

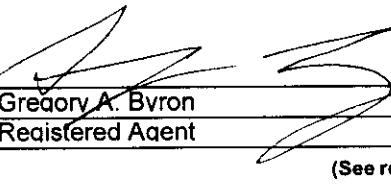
3. The street address (not a P.O. box) to which its registered office is to be changed is: 3101 W. Main, Suite 200, Boise, Idaho 83702

4. The name of its old registered agent is: _____

5. The name of its new registered agent is: _____

6. The address of the registered office and the business address of the registered agent are identical.

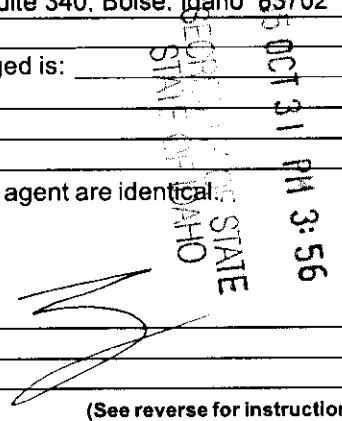
Dated: 10-31-05

Signed: 

Printed: Gregory A. Byron

Capacity: Registered Agent

I consent to serve as registered agent
for the above-named entity.


(See reverse for instructions)

(Signature of new registered agent)

FILED EFFECTIVE
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