

State of Idaho

Department of State

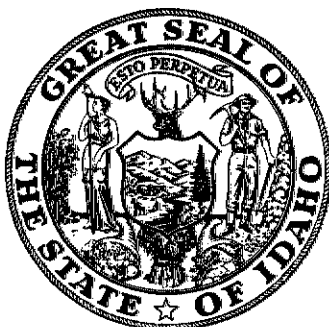
CERTIFICATE OF REGISTRATION OF

MCGEE FAMILY PARTNERS, LTD.
dba MCGEE FAMILY PARTNERS, LTD., LIMITED PARTNERSHIP
File Number L 2756

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MCGEE FAMILY PARTNERS, LTD. for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to MCGEE FAMILY PARTNERS, LTD. to transact business in this State under the name MCGEE FAMILY PARTNERS, LTD., LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated: April 20, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. Dumont*

22756

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

To the Secretary of State of Idaho

Pursuant to the provisions of Chapter 28, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

- RECEIVED
35 MAR 15 AM 8 53
95 APR 20 AM 8 44
- The name of the limited partnership is McGee Family Partners, Ltd.
 - The name which it shall use in Idaho is McGee Family Partners, Ltd., LIMITED PARTNERSHIP
(Must include, without abbreviation, the words "Limited Partnership.")
 - It is organized under the laws of Colorado
 - The date of its formation is August 23, 1993
 - The address of its registered or principal office in the state or country under the laws of which it is organized is 5105 DTC Parkway, Suite 450, Englewood, Colorado 80111
 - The name and street address of its proposed registered agent in Idaho are Charles T. McGee
West 6055 Clemetson Road, Coeur d'Alene, Idaho 83814
 - The address at which a list of the names, addresses and contributions of the limited partners is kept is:
West 6055 Clemetson Road, Coeur d'Alene, Idaho 83814

The limited partnership agrees to keep the list until its registration is cancelled or withdrawn.

8. The name and business address of each general partner are:

| Name | Address |
|-------------------------|--|
| <u>Charles T. McGee</u> | <u>West 6055 Clemetson Road, Coeur d'Alene, ID 83814</u> |
| <u>Carol J. McGee</u> | <u>West 6055 Clemetson Road, Coeur d'Alene, ID 83814</u> |
| <u> </u> | <u> </u> |
| <u> </u> | <u> </u> |

(Continued on reverse)

Submit application and certificate to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAH0 SECRETARY OF STATE

19950315 0900 71776

CK #: 5412 CUST#: 2229

CORP

1@ 120.00= 120.00

#: C

8. (Continued)

| Name | Address |
|-------|---------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

9. This application is accompanied by an original certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the jurisdiction under the laws of which it is organized.

Dated: March 13, 19 95.
Charles T. McGee
By Charles T. McGee
A General Partner

STATE OF Idaho)
COUNTY OF Kootenai) ss:

I, _____, a notary public, do hereby certify that on
this _____ day of March, 19 95, personally appeared before
me Charles T. McGee, who being by me first duly sworn, declared that (s)he
is a general partner of McGee Family Partners, Ltd.

that (s)he signed the foregoing document as a general partner of the limited partnership and that the state-
ments therein contained are true.



[Signature]
Notary Public

35 APR 20 1995
STATE OF COLORADO
1876

STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of
Colorado hereby certify that ACCORDING TO THE RECORDS OF
THIS OFFICE,

MC GEE FAMILY PARTNERS, LTD.
(COLORADO LIMITED PARTNERSHIP)

FILED A CERTIFICATE OF LIMITED PARTNERSHIP ON 08/23/93.

I FURTHER CERTIFY THAT OUR RECORDS INDICATE THAT A
CERTIFICATE OF CANCELLATION HAS NOT BEEN FILED.

Dated: MARCH 22, 1995

Victoria Buckley

SECRETARY OF STATE