

# State of Idaho

## Department of State

### CERTIFICATE OF REGISTRATION OF

#### GFI-BURLEY INVESTMENTS LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GFI-BURLEY INVESTMENTS LIMITED PARTNERHIP 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 GFI-BURLEY INVESTMENTS LIMITED PARTNERSHIP to transact business in this State under the name GFI-BURLEY INVESTMENS LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated: January 6, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

*[Signature]*

Corporation Clerk

72.0122

**APPLICATION FOR REGISTRATION OF  
FOREIGN LIMITED PARTNERSHIP**

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STATE  
SEC. OF STATE  
DEC 27 11 08 AM '91

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, 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:

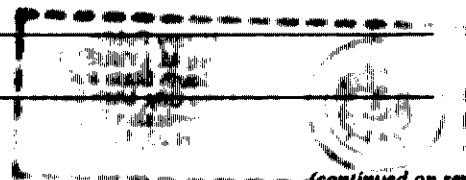
1. The name of the limited partnership is GFI-Burley Investments Limited Partnership
2. The name which it shall use in Idaho is GFI-Burley Investments Limited Partnership
3. It is organized under the laws of Utah
4. The date of its formation is 7-19-91
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 74 E. 500 South, Ste. 200, Bountiful, UT 84010
6. The name and street address of its proposed registered agent in Idaho are \_\_\_\_\_  
C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701
7. The general character of the business it proposes to transact in Idaho is:  
Commercial real estate, acquisition, holding, development and  
maintenance
8. The names and addresses of all general partners as well as the names and addresses of those limited partners whose contribution is equal to a greater than 5% of the total contribution of all partners.

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Name	General or Limited	Address
<u>WGA-Burley, Inc.</u>	<u>General</u>	<u>74 East 500 South, Suite 200 Bountiful, UT 84010</u>
_____	_____	_____

See Attached Rider For All Limited Partners

_____	_____	_____
_____	_____	_____
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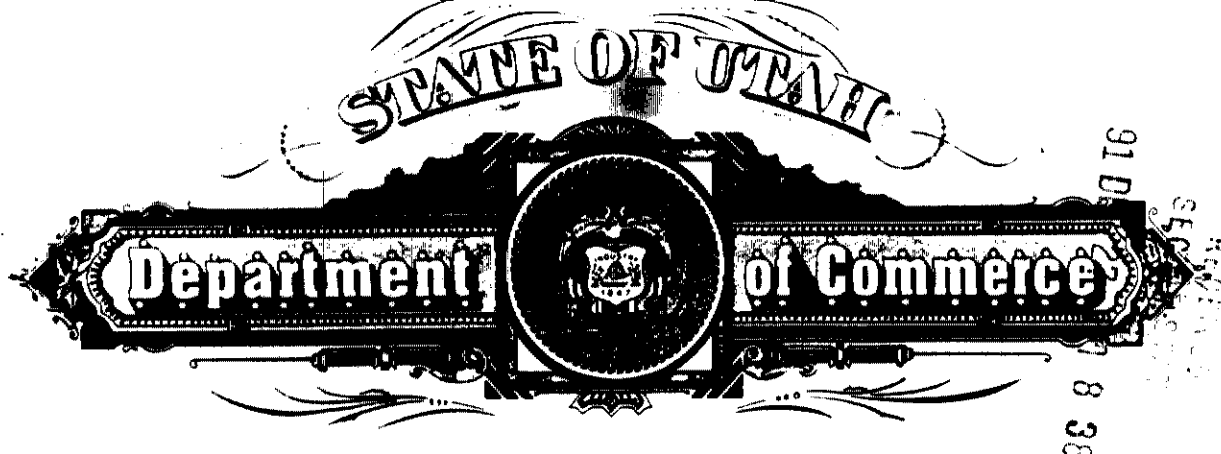




RIDER

Names and Business Addresses of  
Limited Partners

GFI, LTD.	c/o Walt Gasser & Associates Inc. 74 East 500 South, Suite 200 Bountiful, Utah 84010
GFI, LTD., II	c/o Walt Gasser & Associates, Inc. 74 East 500 South, Suite 200 Bountiful, Utah 84010
GFI, LTD., IV	c/o Walt Gasser & Associates, Inc. 74 East 500 South, Suite 200 Bountiful, Utah 84010
Allen J. Potts	906 Foothill Road Ojai, California 93023
H. James Talbot	773 West Northridge Court Farmington, Utah 84025
Robert L. Beyer	1966 South 700 East Bountiful, Utah 84010
Whitney Kate Gasser Children's Trust	c/o Walt Gasser & Associates, Inc. 74 East 500 South, Suite 200 Bountiful, Utah 84010



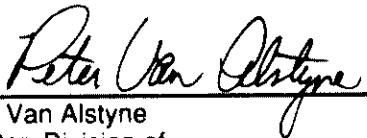
CERTIFICATION OF GOOD STANDING

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE HEREBY CERTIFIES THAT  
GFI-BURLEY INVESTMENTS LIMITED PARTNERSHIP  
IS A UTAH LIMITED PARTNERSHIP AND IS QUALIFIED TO TRANSACT BUSINESS IN THE  
STATE OF UTAH. A CERTIFICATE OF REGISTRATION WAS ISSUED FROM THIS OFFICE ON  
07-19-1991 AND SAID REGISTRATION IS IN GOOD STANDING, AS APPEARS OF RECORD  
IN THE OFFICES OF THE DIVISION.

FILE NUMBER: 005725



Dated this 12TH day  
of DECEMBER, 19 91.

  
Peter Van Alstyne  
Director, Division of  
Corporations and Commercial Code