



Department of State.

**CERTIFICATE OF REGISTRATION
OF**

BOISE MALL INVESTMENT COMPANY, A UTAH LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of BOISE MALL INVESTMENT COMPANY 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 BOISE MALL INVESTMENT COMPANY to transact business in this State under the name BOISE MALL INVESTMENT COMPANY, A UTAH LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated January 9, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Lucy J. Clark*

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

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 Boise Mall Investment Company 37 JAN 9 AM 9 4

2. The name which it shall use in Idaho is Boise Mall Investment Company, a
Utah Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")

3. It is organized under the laws of the state of Utah

4. The date of its formation is December 24, 1986

5. The address of its registered or principal office in the state or country under the laws of which it is organized is 35 Century Park-Way, Salt Lake City, Utah 84115

6. The name and street address of its proposed registered agent in Idaho are Robert C. Paine
Webb, Burton, Carlson, Pedersen & Paine
155 2nd Avenue North, P.O. Box 1768, Twin Falls, Idaho 83301

7. The general character of the business it proposes to transact in Idaho is:
to acquire, construct, lease, operate, manage and deal in respect to improve-
ments to real property to be known as the "Boise Towne Square" shopping mall
located in the city of Boise, Ada County, Idaho.

8. The name and business address of each general partner and of each limited partner whose contribu-
tion is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
<u>Price Development Company</u>	<u>General</u>	<u>35 Century Park-Way Salt Lake City, Utah 84115</u>
<u>Price Development Company</u>	<u>Limited</u>	<u>35 Century Park-Way Salt Lake City, Utah 84115</u>
<u>John Price</u>	<u>Limited</u>	<u>35 Century Park-Way Salt Lake City, Utah 84115</u>
<u>JPET II</u>	<u>Limited</u>	<u>35 Century Park-Way Salt Lake City, Utah 84115</u>
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_____	_____	_____

(continued on reverse)

8. (Continued)

Name	General or Limited	Address
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_____	_____	_____
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_____	_____	_____

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the state or country under the laws of which it is organized.

Dated January 7 19 87
 BOISE MALL INVESTMENT COMPANY
 By: Price Development Company, its general partner
 By *[Signature]*
 Its VICE PRESIDENT
 A General Partner

STATE OF Utah)
) ss:
 COUNTY OF Salt Lake)

I, Christine N. Olsen, a notary public, do hereby certify that on this
7th day of January, 19 87, personally appeared
 before me Michael C. Frei, who being by me first duly sworn,
 declared that (s)he is Vice President of Price Development Company

said corporation
 that ~~he~~ signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.

[Signature]
 Expiration Date: 2/1/87

CERTIFICATE

The undersigned hereby certifies that Boise Mall Investment Company, a Utah Limited Partnership, caused its Certificate of Limited Partnership to be ~~recorded~~^{FILED} in accordance with the provisions of the Utah Uniform Limited Partnership Act. Such Certificate of Limited Partnership was ~~recorded~~^{FILED} in this office on December 24, 1986, as Instrument No. 17326.

H. DIXON HINDLEY, COUNTY CLERK
SALT LAKE COUNTY CLERK

By: Alice Wong, Deputy
Date: JANUARY 7, 1987