



Department of State.

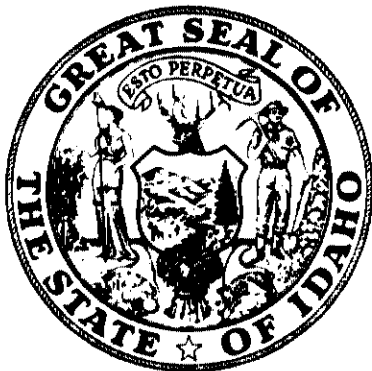
**CERTIFICATE OF REGISTRATION
OF**

DOUBLE M INVESTMENTS, 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 DOUBLE M INVESTMENTS 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 DOUBLE M INVESTMENTS to transact business in this State under the name DOUBLE M INVESTMENTS, A UTAH LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated August 25, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State of the State of Idaho:

AUG 10 9 40 AM '88

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 DOUBLE M INVESTMENTS, a Utah Limited Partnership
2. The name which it shall use in Idaho is DOUBLE M INVESTMENTS, a Utah Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")
3. It is organized under the laws of Utah
4. The date of its formation is July 29, 1988
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 481 Woodside Avenue, Park City, Utah 84060
6. The name and street address of its proposed registered agent in Idaho are None
Elbert C. Jordan P. O. Box 21, Stone, Idaho 83280
7. The general character of the business it proposes to transact in Idaho is:
Acquisition of real property in Idaho for purposes of exchange.
8. The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
<u>Robert E. Cook</u>	<u>Limited</u>	<u>1800 Alexander Bell Drive Reston, VA 22091</u>
<u>Gregory J. Liemandt</u>	<u>Limited</u>	<u>7 Abbottsford, Court Dallas, Texas 75225</u>
<u>Robert E. Dornbush</u>	<u>Limited</u>	<u>5180 Phillip Lee Drive S.W. Atlanta, GA 30378</u>
<u>James W. Lewis</u>	<u>General</u>	<u>481 Woodside Avenue Park City, Utah 84060</u>

(continued on reverse)

Name	General or Limited	Address

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 July 29, _____, 1988

DOUBLE M INVESTMENTS, a Utah Limited Partnership

By *James W. Lewis*

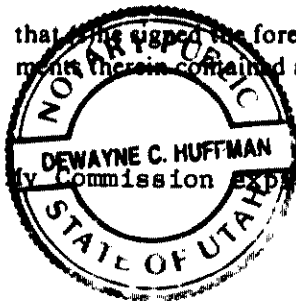
 James W. Lewis

A General Partner

STATE OF Utah)
) ss:
 COUNTY OF Summit)

I, DeWayne C. Huffman, a notary public, do hereby certify that on this 29th day of July, 1988, personally appeared before me James W. Lewis, who being by me first duly sworn, declared that (s)he is a general partner of DOUBLE M INVESTMENTS, a Utah Limited Partnership

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



Dewayne C. Huffman

 Notary Public, Residing at:
 Heber City, Utah

SUMMIT COUNTY BOARD
OF COMMISSIONERS

THOMAS E. FLINDERS
RONALD R. ROBINSON
JAMES N. SOTER

SUMMIT COUNTY STATE OF UTAH

P. O. BOX 128
COALVILLE, UTAH
84017
(801) 336-4451

RECEIVED
SEC. OF STATE

RON PERRY, ASSESSOR
ROBERT ADKINS, ATTORNEY
BLAKE L. FRAZIER, AUDITOR
DOUGLAS R. GEARY, CLERK
ALAN SPRIGGS, RECORDER
FRED ELEY, SHERIFF
G. THOMPSON, TREASURER

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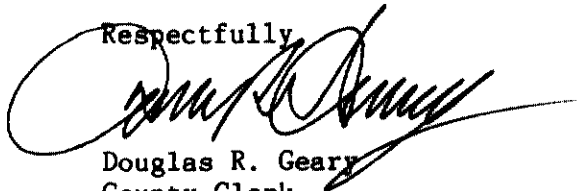
August 18, 1988

Secretary of State
State of Idaho

Greetings:

This is to certify that a Certificate of Limited Partnership was filed in this office on the 29th of July, 1988, under the name "DOUBLE M INVESTMENTS". Said Certificate bears the original signatures of the partners involved.

Respectfully,



Douglas R. Geary
County Clerk

DRG:wdr