



Department of State.

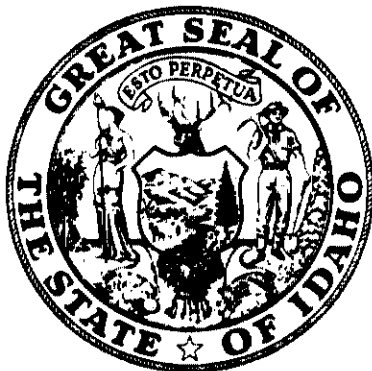
**CERTIFICATE OF REGISTRATION
OF**

LANDSING PRIVATE FUND 21, A CALIFORNIA LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **LANDSING PRIVATE FUND 21, A CALIFORNIA LIMITED PARTNERSHIP** 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 **LANDSING PRIVATE FUND 21, A CALIFORNIA LIMITED PARTNERSHIP** to transact business in this State under the name **LANDSING PRIVATE FUND 21, A CALIFORNIA LIMITED PARTNERSHIP** and attach hereto a duplicate original of the Application for Registration.

Dated **October 16, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Larry Cook*

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

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SEC. OF STATE

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 Landsing Private Fund 21, a
California limited partnership
2. The name which it shall use in Idaho is same as above

(Must include, without abbreviation, the words "Limited Partnership.")
3. It is organized under the laws of California
4. The date of its formation is July 19, 1985
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 800 El Camino Real, Menlo Park, CA 94025
6. The name and street address of its proposed registered agent in Idaho are C T Corporation
Services, 300 N 6th Street, Boise, ID 83701
7. The general character of the business it proposes to transact in Idaho is:
Real Estate Investments
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>Partners '86 a</u>		
<u>California limited</u>		
<u>partnership</u>	<u>General</u>	<u>800 El Camino Real, Menlo Park, CA 94025</u>
<u>Landsing Income</u>		
<u>Fund, a California</u>		
<u>limited partnership</u>	<u>General</u>	<u>800 El Camino Real, Menlo Park, CA 94025</u>

(continued on reverse)

Name	General or Limited	Address
<u>Landsing Equities</u>		
<u>Corporation, a</u>		
<u>California corporation</u>	<u>limited</u>	<u>800 El Camino Real, Menlo Park,</u>
		<u>CA 94025</u>

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 October 13, 1987.

Landsing Private Fund-21, a California
limited partnership

By

Bryn Ostby
Bryn Ostby, Vice President of Landsing
Equities Corporation and Managing General
Partner of Landsing Partners '86, a
California limited partnership and a

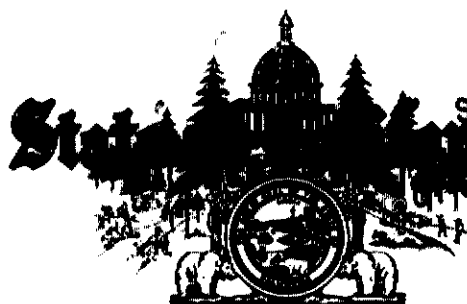
STATE OF California) General Partner of Landsing Private Fund
COUNTY OF San Mateo) ss: -21

I, KATHRYN DONNELLY, a notary public, do hereby certify that on this
13th day of October, 1987, personally appeared
before me BRYN ROSE OSTBY, who being by me first duly sworn,
declared that ^{Vice President of the} she is a general partner of Landsing Equities Corporation,

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



Kathryn Donnelly
Kathryn Donnelly



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Office of
March Fong Eu
Secretary of State
SACRAMENTO

CERTIFICATE OF STATUS CALIFORNIA LIMITED PARTNERSHIP

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 19th day of July, 1985,

LANDSING PRIVATE FUND 21, A CALIFORNIA LIMITED PARTNERSHIP

became recognized under the laws of the State of California by filing its Certificate of Limited Partnership in this office; and

That no record exists in this office of a certificate of cancellation of said limited partnership nor of a court order declaring cancellation thereof; and

That according to the records of this office, the said limited partnership is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this limited partnership.



IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
7th day of October, 1987

March Fong Eu

Secretary of State

