

# State of Idaho

Office of the Secretary of State

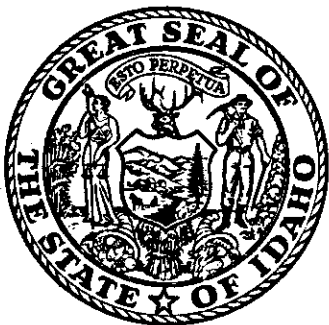
**CERTIFICATE OF AUTHORITY  
OF  
HIGHWAY 12 VENTURE FUND II-B, L.P.**

**File Number L 5748**

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Limited Partnership Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application.

Dated: November 21, 2006



*Ben Yursa*

SECRETARY OF STATE

By *[Signature]*

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# APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED PARTNERSHIP

(instructions on back of application)

06 NOV 21 PM 12:01

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned limited partnership applies for a Certificate of Authority and states as follows:

1. The name of the limited partnership is:

Highway 12 Venture Fund II - B, LP2. The name which it shall use in Idaho is: same3. It is formed under the laws of: Delaware and its date of formation is November 9, 2006

4. The business address of the office located in its jurisdiction of domicile:

C/o Corporation Service Company 2711 Centerville Rd. Suite 400, Wilmington, DE 19808

5. The address of its principal office in Idaho is:

802 W. Bannock, 7th Floor, Boise, ID 83702

6. The address to which correspondence should be addressed, if different from item 5, is:

Corporation Service Company, 1401 Shoreline Dr., Suite 2, Boise, Idaho 83702

7. The name and physical street address of the registered agent in Idaho is:

Corporation Service Company, 1401 Shoreline Dr., Suite 2, Boise, Idaho 837028. This limited partnership ☐ is ☒ is not a limited liability limited partnership.

9. The names and respective business and mailing addresses of its general partners:

Name	Street Address	Mailing Address
<u>Highway 12 Capital Partners II, LLC</u>	<u>802 W. Bannock, 7th Floor</u>	<u>802 W. Bannock, 7th Floor</u>
	<u>Boise, ID 83702</u>	<u>Boise, ID 83702</u>

Dated: 11/21/2006Signature: Robert D. KrauseTyped Name: Robert D. KrauseCapacity: Authorized Person of Authorized Member of G.P.  
*The signer must be a general partner of the limited partnership.*

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

I hereby certify the correctness of the foregoing information.  
 Signed: \_\_\_\_\_  
 Notary Public  
 My Comm. Expires: \_\_\_\_\_

IDAHO SECRETARY OF STATE  
 11/17/2006 05:00  
 CK: 1726378 CT: 74184 BH: 1014374  
 1 @ 100.00 = 100.00 REG FOR LP # 2  
 1 @ 20.00 = 20.00 EXPEDITE C # 3

L 5748

# Delaware

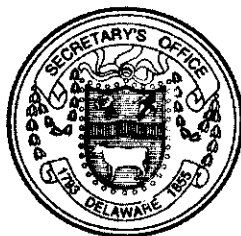
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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIGHWAY 12 VENTURE FUND II-B, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HIGHWAY 12 VENTURE FUND II-B, L.P." WAS FORMED ON THE NINTH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5203521

DATE: 11-16-06