



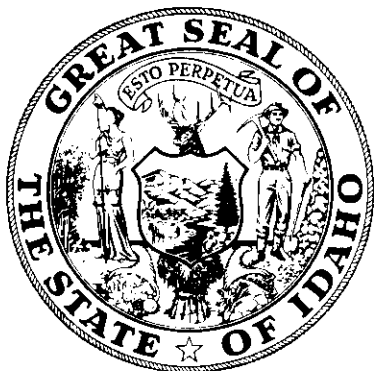
CERTIFICATE OF AUTHORITY
OF

SUNSET SECURITIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SUNSET SECURITIES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation 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 Authority to SUNSET SECURITIES, INC. to transact business in this State under the name SUNSET SECURITIES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated February 16, 1984.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

94 FEB 16 AM 8:58
SECRETARY OF STATE

1. The name of the corporation is SUNSET SECURITIES, INC.
2. *The name which it shall use in Idaho is SUNSET SECURITIES, INC.
3. It is incorporated under the laws of TEXAS
4. The date of its incorporation is 4-22-83 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 710 N. Central Plaza, 12655 N. Central Expy, Dallas, Texas 75243
6. The address to which correspondence should be addressed, if different from that in item 5 _____
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
The offering and sale of securities including direct participation program interests and to engage in any lawful activity.
9. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|------------------|--------------------|---------------------------------|
| David M. Epstein | Pres/Dir. | 9600 Golf Lakes Tr, Dallas, TX |
| Lee Mynard | VP/Secy/Treas/Dir. | Rt. 1, Box 450, Van Alstyne, TX |

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|--------|--|
| 1,000,000 | Common | \$0.10 |

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares

Class

Par Value Per Share or Statement That Shares
Are Without Par Value

26,000

Common

\$0.10

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated February 14, 19 84

SUNSET SECURITIES, INC.

By

Its

President

and

Its

Secretary

STATE OF TEXAS

COUNTY OF DALLAS

I, Lyla R. Henis, a notary public, do hereby certify that on
this 14th day of February, 19 84, personally appeared before
me David M. Epstein, who being by me first duly sworn, declared that he
is the President of SUNSET SECURITIES, INC.

that he signed the foregoing document as President of the corporation and that the
statements therein contained are true.

Lyla R. Henis
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name,
this application must be accompanied by a resolution of the Board of Directors to that effect.



84 FEB 16 AM 8:58

SECRETARY OF
STATE

The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of
the State of Texas, HEREBY CERTIFIES that the attached is
a true and correct copy of the following described instruments
on file in this office:

SUNSET SECURITIES, INC.

Articles of Incorporation
Amendment

April 22, 1983
September 19, 1983



IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be im-
pressed hereon the Seal of State at my office in
the City of Austin, this

9th day of February, A. D. 1984


Secretary of State

APR 22 1983

Clerk D
Corporations Section

ARTICLES OF INCORPORATION
OF
SUNSET SECURITIES, INC.

ARTICLE ONE

The name of the Corporation is SUNSET SECURITIES, INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the Corporation is organized is for the purchasing and selling of securities, including, but not limited to, oil and gas leases and real estate offerings, and for the transaction of any and all other lawful business for which a corporation may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000). The shares shall have a par value of One Dollar.

ARTICLE FIVE

The Corporation will not commence business until it has received consideration equal to or exceeding the value of \$1,000.00, consisting of money, labor done, or property actually received, for the issuance of its shares.

ARTICLE SIX

The street address of its initial Registered Office, and the name of its initial Registered Agent at this address is as follows:

Andrew L. Farkas
14651 Dallas Parkway, Suite 500
Dallas, Texas 75240

ARTICLE SEVEN

The number of initial Directors is three (3). The names and addresses of the initial Directors are:

Robert H. Shields
12870 Hillcrest, Suite 102
Dallas, Texas 75230

David M. Epstein
12870 Hillcrest, Suite 102
Dallas, Texas 75230

William Hibbard
12870 Hillcrest, Suite 102
Dallas, Texas 75230

ARTICLE EIGHT

The name and address of the Incorporator is:

Lavon E. Dunaway
712-A, East 26th Street
Austin, Texas 78705

IN WITNESS WHEREOF, I have hereunto set my hand this
22nd day of April, 19 83.

Laron E. Duncaway
Incorporator

SUBSCRIBED AND SWORN TO before me this 22nd day of
April, 19 83, to which witness my hand and
seal of office.

Marilyn S. Herselman
Notary Public In and For
The State of Texas

My commission expires:

3/7/84

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SUNSET SECURITIES, INC.
Charter No. 652520

FILED
In the Office of the
Secretary of State of Texas
SEP 19 1983
Clerk II U
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its Articles of Incorporation:

1. **Name.** The name of the corporation is SUNSET SECURITIES, INC.
2. **Statement of Amendment.** The amendment alters or changes Article Four of the original Articles of Incorporation to read in full as follows:

The aggregate number of shares which the Corporation shall have authority to issue is One Million (1,000,000). The shares shall have a par value of Ten Cents (\$.10).

3. **Shareholders.** The number of shares of the corporation outstanding at the time of such adoption was 100,000; and the number of shares entitled to vote thereon was 100,000.

4. **Adoption of Amendment.** The holders of all of the shares outstanding and entitled to vote on said amendment signed a consent in writing adopting said amendment on August 17, 1983. The Board of Directors signed a consent in writing adopting said amendment on August 17, 1983.

EXECUTED this 17th day of August, 1983.



David M. Epstein, President



Lee Mynard, Secretary

THE STATE OF TEXAS

§

COUNTY OF DALLAS

§

BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared DAVID M. EPSTEIN, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that he is the President of the above corporation and that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 17th day of August, 1983.

Kathleen Mann
Notary Public, State of Texas

My Commission Expires:

KATHLEEN MANN,

Notary Public, State of Texas

Commission Expires 8/28/85 (Printed or Typed Name of Notary)



The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

SUNSET SECURITIES, INC.

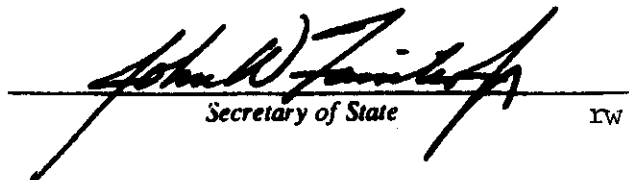
ARTICLES OF CORRECTION

FEBRUARY 13, 1984

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

..13th. day of...February..... A. D. 19 84...




Secretary of State

IW

ARTICLES OF CORRECTION
TO THE
ARTICLES OF INCORPORATION
OF
SUNSET SECURITIES, INC.
CHARTER NO. 652520

FILED
In the Office of the
Secretary of State of Texas
FEB 13 1984
Clerk II U
Corporations Section

Pursuant to the provisions of Article 1302, Sec. 7.01,
of the Texas Miscellaneous Corporation Laws Act, the undersigned
corporation adopts the following articles of correction to
its Articles of Incorporation:

1. Error, Inaccuracy. Paragraph 3 as shown in the
Articles of Amendment to the Articles of Incorporation filed
September 19, 1983, incorrectly states that the number of
shares outstanding and entitled to vote on the Amendment to
the Articles of Incorporation was 100,000. Paragraph 3
should have stated that the number of shares outstanding and
entitled to vote on the Amendment was 26,000.

2. Correction. The correction alters or changes
Paragraph 3 of the Articles of Amendment to read in full as
follows:

"3. Shareholders. The number of shares
of the corporation outstanding at the time of such
adoption was 26,000 and the number of shares entitled
to vote thereon was 26,000."

EXECUTED this 10th day of February, 1984.



DAVID M. EPSTEIN, President



LEE MYNARD, Secretary

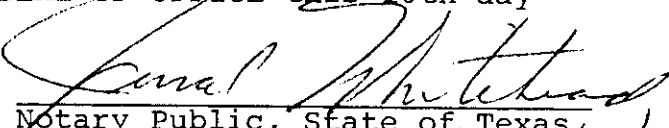
THE STATE OF TEXAS

COUNTY OF DALLAS

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BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared DAVID M. EPSTEIN, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that he is the President of the above corporation and that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 10th day February, 1984.


Notary Public, State of Texas

TERRAL Whitehead
Printed or Typed Name of Notary

My Commission Expires:

10/6/85