

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
CENTREPOINT MARKETPLACE L.L.C.**

File Number W 95162

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 Uniform Limited Liability 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 for such certificate.

Dated: July 28, 2010



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



**APPLICATION FOR CERTIFICATE
OF AUTHORITY FOR FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

10 JUL 28 AM 10:37

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Centrepont Marketplace L.L.C.

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Utah

4. The name and complete street address of the registered agent in Idaho is:

Brent R. White 1485 Pole Line Road East, Twin Falls, ID 83301

5. The street and mailing address of the limited liability company's principal office is:

2733 East Parleys Way, Suite 300, Salt Lake City, UT 84109

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

2733 East Parleys Way, Suite 300, Salt Lake City, UT 84109

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Woodbury Strategic
Partners Management L.L.C. 2733 E Parleys Way Ste 300 Salt Lake City
84109

8. The mailing address for future correspondence:

C/O Woodbury Corporation
2733 East Parleys Way, Suite 300, Salt Lake City, UT 84109

9. Signature of a manager, member or authorized person.

See Attached

Signature

Typed Name

Secretary of State use only

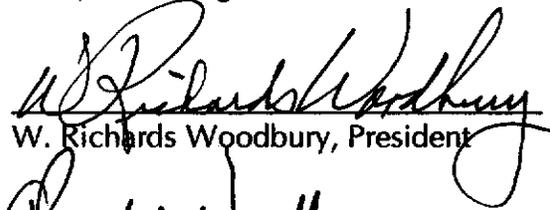
IDAHO SECRETARY OF STATE
07/28/2010 05:00
CK: 167739 CT: 118102 BH: 1232490
1 @ 100.00 = 100.00 REGFORLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

**CENTREPOINT MARKETPLACE L.L.C., a Utah
limited liability company**

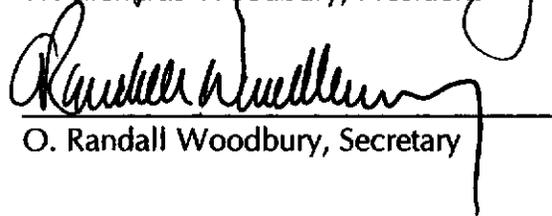
**BY: WOODBURY STRATEGIC PARTNERS MANAGEMENT
L.L.C., a Utah limited liability company, its Manager**

**By: WOODBURY CORPORATION, a Utah
corporation, Its Manager**

By:


W. Richards Woodbury, President

By:


O. Randall Woodbury, Secretary



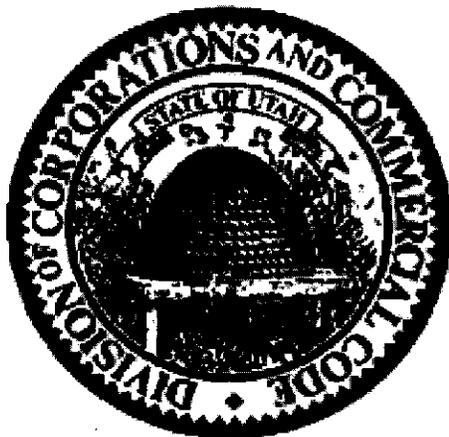
Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, PO Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

07/27/2010
7738512-016007272010-1687425

CERTIFICATE OF EXISTENCE

Registration Number: 7738512-0160
Business Name: CENTREPOINT MARKETPLACE L.L.C.
Registered Date: July 22, 2010
Entity Type: LLC - Domestic
Current Status: Good Standing

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division (unless Delinquent); and, that Articles of Dissolution have not been filed.



Kathy Berg

Kathy Berg
Director
Division of Corporations and Commercial Code