

FILED EFFECTIVE

ARTICLES OF AMENDMENT

OF

05 AUG 17 PM 4:00

COLONNADE SHOPPING CENTER CORPORATION

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, being all the Incorporator of Colonnade Shopping Center Corporation, an Idaho corporation (the "Corporation"), prior to the issuance of any shares of the Corporation, under and pursuant to the provisions of the general corporation laws of the State of Idaho, and the acts amendatory thereof and supplemental thereto, do hereby amend the articles of incorporation of Colonnade Shopping Center Corporation. The Articles of Incorporation of the Corporation are hereby amended as follows:

1. NAME. The name of the corporation is Colonnade Shopping Center Corporation.

2. AMENDMENT TO ARTICLES. The Articles of Incorporation are hereby amended by adding the following:

Article 6. Purpose of the Corporation. The purpose of the Corporation shall be (i) to acquire a one percent (1%) limited liability company membership interest in and to White-Leasure-Rider L.L.C., an Idaho limited liability company pursuant to the requirements of the Commercial Mortgage Origination Division of Wells Fargo Bank, N.A. ("WFB") in connection with a commercial mortgage loan to be obtained by White-Leasure-Rider L.L.C. from WFB; and (ii) to participate as a member of White-Leasure-Rider L.L.C. in the development and/or operation of that certain real property legally described on Exhibit A, attached hereto and incorporated herein by this reference (the "Property").

Article 7. Special Purpose Entity Provisions. Notwithstanding anything to the contrary in these Articles, the Corporation is and shall be a special purpose entity and shall be subject to those certain special purpose entity provisions set forth below, for so long as there are any outstanding obligations owed to WFB by White-Leasure-Rider L.L.C.:

(1) The Corporation is organized solely for the purpose of acting as a member of White-Leasure-Rider L.L.C., the limited liability company which owns the Property;

(2) The Corporation has not and will not engage in any business unrelated to acting as a member of White-Leasure-Rider L.L.C., the limited liability company which owns the Property;

(3) The Corporation has not and will not have any assets other than the membership interest in the limited liability company which owns the Property;

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(4) The Corporation has not and will not engage in, seek or consent to any dissolution, winding up, liquidation, consolidation, merger, asset sale, transfer of membership interest, or amendment of its articles of incorporation;

(5) The Corporation, without the unanimous consent of all of its directors shall not file or consent to the filing of any bankruptcy or insolvency petition or otherwise institute insolvency proceedings with respect to itself or any other entity in which it has a direct or indirect legal or beneficial ownership interest;

(6) The Corporation has no indebtedness (and will have no indebtedness) other than unsecured trade debt not to exceed \$10,000 in the aggregate, which is not evidenced by a note and is incurred in the ordinary course of its business in connection with owning, operating and maintaining its interest in White-Leasure-Rider L.L.C., and is paid within 30 days from the date incurred;

(7) The Corporation has not and will not fail to correct any known misunderstanding regarding the separate identity of such Corporation;

(8) The Corporation has maintained and will maintain its accounts, books and records separate from any other person or entity;

(9) The Corporation has maintained and will maintain its books, records, resolutions and agreements as official records;

(10) The Corporation (i) has not and will not commingle its funds or assets with those of any other entity; and (ii) has held and will hold its assets in its own name;

(11) The Corporation has conducted and will conduct its business in its own name;

(12) The Corporation has maintained and will maintain its accounting records separate from any other person or entity;

(13) The Corporation has prepared and will prepare separate tax returns and financial statements, or if part of a consolidated group, is shown as a separate member of such group;

(14) The Corporation has paid and will pay its own liabilities and expenses out of its own funds and assets;

(15) The Corporation has held and will hold regular meetings, as appropriate, to conduct its business and has observed and will observe all corporate formalities and record keeping;

(16) The Corporation has not and will not assume or guarantee or become obligated for the debts of any other entity or hold out its credit as being available to satisfy the obligations of any other entity;

(17) The Corporation has not and will not acquire obligations or securities of its shareholders;

(18) The Corporation has allocated and will allocate fairly and reasonably the costs associated with common employees and any overhead for shared office space and the Corporation has used and will use separate stationery, invoices and checks;

(19) The Corporation has not and will not pledge its assets for the benefit of any other person or entity;

(20) The Corporation has held and identified itself and will hold itself out and identify itself as a separate and distinct entity under its own name and not as a division or part of any other person or entity;

(21) The Corporation has not made and will not make loans to any person or entity;

(22) The Corporation has not and will not identify its shareholders, or any affiliates of its shareholders, as a division or part of it;

(23) The Corporation has not entered into and will not enter into or be a party to, any transaction with its shareholders, or any affiliates of its shareholder, except in the ordinary course of its business pursuant to written agreements and on terms which are intrinsically fair and are no less favorable to it than would be obtained in a comparable arm's-length transaction with an unrelated third party;

(24) The directors of the Corporation shall consider the interests of the creditors of such entity in connection with all corporate action;

(25) The Corporation has paid and will pay the salaries of its own employees and has maintained and will maintain a sufficient number of employees in light of its contemplated business operations; and

(26) The Corporation has maintained and will maintain adequate capital in light of its contemplated business operations.

1. DATE OF ADOPTION. The above referenced amendment was adopted by the Incorporator prior to the issuance of any shares of the Corporation in accordance with Idaho Code 30-1-1002.

2. ARTICLES TO REMAIN EFFECTIVE. Except as amended hereby, the Articles of Incorporation remain unchanged and are and shall remain in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand effective as of the 17th day of August, 2005.



Cynthia A. Melillo, Incorporator