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# State of Idaho

## Department of State

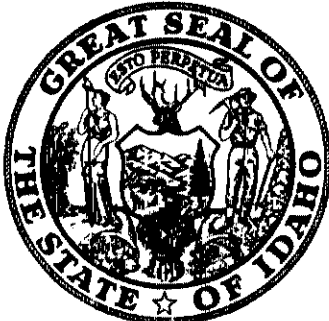
### CERTIFICATE OF REGISTRATION OF

SJ PARTNERS, L.P.  
dba SJ PARTNERS, LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SJ PARTNERS, L.P. 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 SJ PARTNERS, L.P. to transact business in this State under the name SJ PARTNERS, LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated: November 8, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl DeVries*

# **APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP**

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 **SECRETARY OF STATE** the following statement:

1. The name of the limited partnership is SJ PARTNERS, L.P.
2. The name which it shall use in Idaho is SJ PARTNERS, LIMITED PARTNERSHIP  
(Must include, without abbreviation, the words "Limited Partnership.")
3. It is organized under the laws of DELAWARE
4. The date of its formation is MAY 17, 1993
5. The address of its registered or principal office in the state or country under the laws of which it is organized is c/o CORPORATION TRUST CO., 1209 ORANGE STREET,  
WILMINGTON, DELAWARE 19801
6. The name and street address of its proposed registered agent in Idaho are John F. Kurtz, Jr.,  
Hawley Troxell Ennis & Hawley, 877 Main Street, Suite 1000, Boise, ID 83702
7. The general character of the business it proposes to transact in Idaho is:  
Real estate holdings
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
Clearwater Investment L.P.	Ltd.	6000 Clearwater Dr. Minnetonka, MN 55343-9497
BEI SanJac Partners, LP	Ltd.	5310 Harvest Hill Rd. #222 LB115 Dallas, TX 75230-5805
PORTFOLIO CORPORATION	GENERAL	6000 Clearwater Dr. Minnetonka, MN 55343-9497

IDAHO SECRETARY OF STATE  
 19931109 0900 32369  
 CK #: 11690 CUST#  
 CORP 18 100.00= 100.00

(continued on reverse)

8. (Continued)

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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 November, 19 93.

PORTFOLIO CORPORATION

By [Signature]

Its:

A General Partner

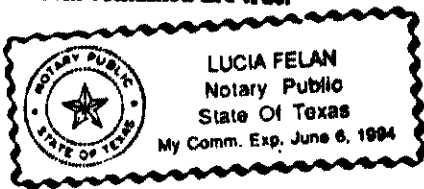
STATE OF TEXAS

COUNTY OF Dallas ss:

I, Lucia Felan, a notary public, do hereby certify that on this 5 day of November, 19 93, personally appeared

before me Joe Tervigan, who being by me first duly sworn, the Asst. D.P. of PORTFOLIO CORPORATION, which is declared that (s)he is a general partner of S.J. PARTNERS, L.P.

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



Lucia Felan

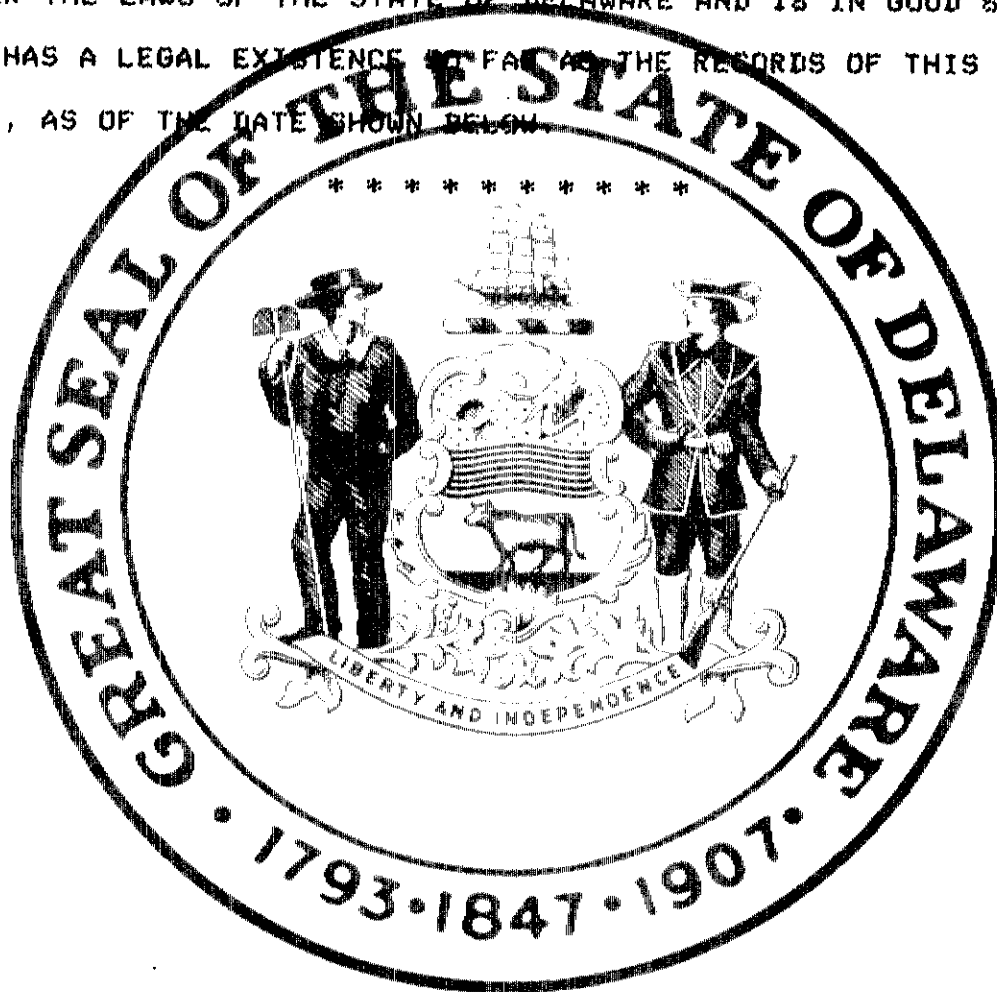
*State of Delaware*  
*Office of the Secretary of State*

~~Nov 8~~ 4 34 PM '93

SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY SJ PARTNERS, L.P. IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE IN FACT AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

\* \* \* \* \*



*William T. Quillen*

*William T. Quillen, Secretary of State*

AUTHENTICATION: \*4135116

DATE: 11/05/1993

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