



Department of State.

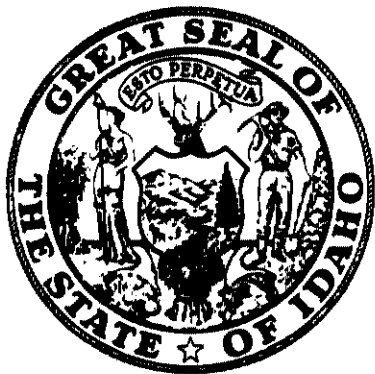
**CERTIFICATE OF REGISTRATION
OF**

SPIEKER #28, LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SPIEKER #28, LIMITED PARTNERSHIP 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 SPIEKER #28, LIMITED PARTNERSHIP to transact business in this State under the name SPIEKER #28, LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated July 18, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State of the State of Idaho:

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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 for that purpose submits the following statement:

1. The name of the limited partnership is Spieker #28 Limited Partnership

2. The name which it shall use in Idaho is Spieker #28 Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")

3. It is organized under the laws of the State of Texas

4. The date of its formation is March 22, 1978

5. The address of its registered or principal office in the state or country under the laws of which it organized is 1601 Elm Street, Dallas, TX 75201

6. The name and street address of its proposed registered agent in Idaho are _____
Liz Fitzgerald, c/o Spieker Partners, 702 W. Idaho St., Boise, ID 83702.

7. The general character of the business it proposes to transact in Idaho is:
real estate management

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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
<u>Warren E. Spieker, Jr.</u>	<u>General</u>	<u>2180 Sand Hill Rd. #200 Menlo Park, CA 94025</u>
<u>John K. French</u>	<u>General</u>	<u>2180 Sand Hill Rd. #200 Menlo Park, CA 94025</u>
<u>Warren E. Spieker III Trust</u>	<u>Limited</u>	<u>2180 Sand Hill Rd. #200 Menlo Park, CA 94025</u>
<u>Trammell S. Crow</u>	<u>Limited</u>	<u>2001 Rosa Ave. 3500 TCC Crr. Dallas, TX 75201</u>

(continued on reverse)



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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that

SPIEKER #28, LIMITED PARTNERSHIP

filed a certificate of limited partnership in this office on

March 22, 1978;

IT IS HEREBY FURTHER CERTIFIED, that

no cancellation has been filed for said partnership.



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

16th day of July, A.D. 19 91

cr

John Hannah Jr
Secretary of State