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APPLICATION FOR WITHDRAWAL OF FOREIGN LIMITED PARTNERSHIP

RECEIVED SEC. OF STATE

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 withdraw from the State of Idaho and for that purpose submits the following statement:

1. The name of the limited partnership is SPIEKER #28 LIMITED PARTNERSHIP. The name which it used in Idaho is SPIEKER #28 LIMITED PARTNERSHIP.
2. It is organized under the laws of Texas.
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the limited partnership that may be mailed is c/o Spieker Properties Inc.

2180 Sand Hill Road, Suite 200, Menlo Park, California 94025

By [signature]
Warren E. Spieker, Jr.
A General Partner

STATE OF CALIFORNIA)
) ss:
COUNTY OF SAN MATEO)

I, Karen R. Floerke, a notary public, do hereby certify that on this 31st day of May, 19 94, personally appeared before me Warren E. Spieker, Jr., who being by me first duly sworn, declared that he is a general partner of Spieker #28 Limited Partnership

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

[signature]
Notary Public

KAREN R. FLOERKE
COMM. #1007647
NOTARY PUBLIC - CALIFORNIA
SAN MATEO COUNTY
My Commission Expires October 25, 1997

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