

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

SPIEKER PROPERTIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SPIEKER PROPERTIES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation 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 Authority to SPIEKER PROPERTIES, INC. to transact business in this State under the name SPIEKER PROPERTIES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 12, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

Nov 12 2 06 PM '93

SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is SPIEKER PROPERTIES, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Maryland

4. The date of its incorporation is August 20, 1993 and the period of its duration, if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is

None

6. The address to which correspondence should be addressed, if different than item 5, is

2180 Sand Hill Road, Menlo Park, CA 94025

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

To engage in the business of a real estate investment trust ("REIT") as defined in the Internal Revenue Code of 1986 and any lawful act or activities for which a corporation may be organized under the Idaho Business Corporation Act.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

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CK #: 15695 CLBT# 1

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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE EXHIBIT A ATTACHED		

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 10, 1993

SPIEKER PROPERTIES, INC.
(Corporation name)

By Donald A. Lawson
its President/Vice President (please specify)

and Adrian J. Gordon
its Secretary/Assistant Secretary (please specify)

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

I, _____, a notary public, do hereby certify that on
his _____ day of November, 19 93, personally appeared before
me Donald A. Lawson and Adrian J. Gordon, who being by me first duly sworn, declared that ~~they~~ ^{they}
~~are~~ ^{are} the Vice President and Secretary, respectively,
~~at~~ ^{at} the _____ of Spieker Properties, Inc.

that ~~they~~ ^{they} signed the foregoing documents as Vice President and Secretary of the corporation and that the statements therein contained are true.

Notary Public

State of California

County of San Mateo

On November 10, 1993 before me, Helena Michele Thompson, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Donald B. Lawson and Adrian J. Gordon
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Helena Michele Thompson
SIGNATURE OF NOTARY

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
vice president, secretary
TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT Application for certificate of authority

NUMBER OF PAGES 2 DATE OF DOCUMENT 11/10/93

SIGNER(S) OTHER THAN NAMED ABOVE no other signers

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

EXHIBIT A

<u>Name</u>	<u>Office(s)</u>	<u>Address</u>
Warren E. Spieker, Jr.	Chairman of the Board, President and Chief Executive Officer	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Dennis E. Singleton	Executive Vice President and Chief Financial Officer	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
John K. French	Executive Vice President and Chief Operating Officer	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Bruce E. Hosford	Executive Vice President and Chief Acquisitions Officer	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Bradley N. Blake	Senior Vice President, Retail	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Gregg R. Daugherty	Senior Vice President, Seattle	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
John G. Davenport	Senior Vice President, Sacramento/Central Valley	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
James C. Eddy	Senior Vice President, Oregon	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
John A. Foster	Senior Vice President, Southern Bay Area	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Donald S. Jefferson	Senior Vice President, Washington and Idaho	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Vincent D. Mulroy	Senior Vice President, Northern Bay Area	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Richard L. Romney	Senior Vice President, Seattle	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025

<u>Name</u>	<u>Office(s)</u>	<u>Address</u>
Peter H. Schnugg	Senior Vice President, Eastern Bay Area	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
John B. Souther, Jr.	Senior Vice President, Portland	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Craig G. Vought	Senior Vice President, Acquisitions & Finance and Assistant Secretary	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Donald A. Lawson	Senior Vice President, Treasury and Principal Accounting Officer and Assistant Secretary	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Adrian J. Gordon	Vice President, Legal Counsel and Secretary	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025
Elke Strunka	Vice President and Director of Financial Controls	c/o Spieker Properties, Inc. 2180 Sand Hill Road Menlo Park, CA 94025

STATE OF MARYLAND

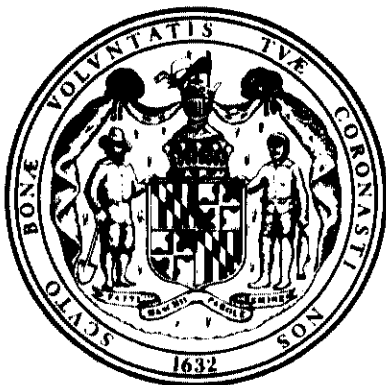
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DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT SPIEKER PROPERTIES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 9TH DAY OF NOVEMBER, 1993.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER