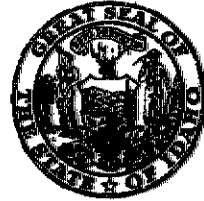


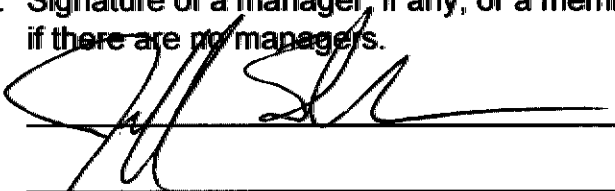
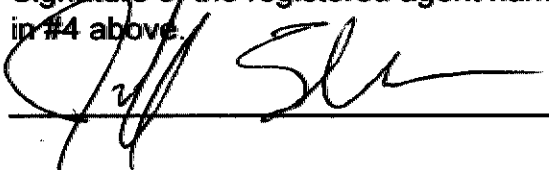
APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

97 SEP 16 PM 12:27

SECRETARY OF STATE
STATE OF IDAHO



- The name of the limited liability company is: Desert West Properties, LLC
- If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is: _____
- The jurisdiction under whose laws the limited liability company is organized is Utah, and the date of its formation was 3/95 March 2, 1995
- The name and street address of the registered agent in Idaho is: Jeff Fullmer
7243 West Colonial C-103 Boise, ID 83709
- The address of the limited liability company's office in the jurisdiction under whose laws it is organized is: P.O. Box 617 St. George, UT 84771
- The address of the limited liability company's principal office, if other than the address in #5 above, is: 171 East 1160 South St. George, UT 84770
- The address to which correspondence should be addressed is: 171 P.O. Box 617
St. George, UT 84771
- Signature of a manager, if any, or a member if there are no managers.

Typed or Printed Name _____
Manager Member
- Signature of the registered agent named in #4 above.


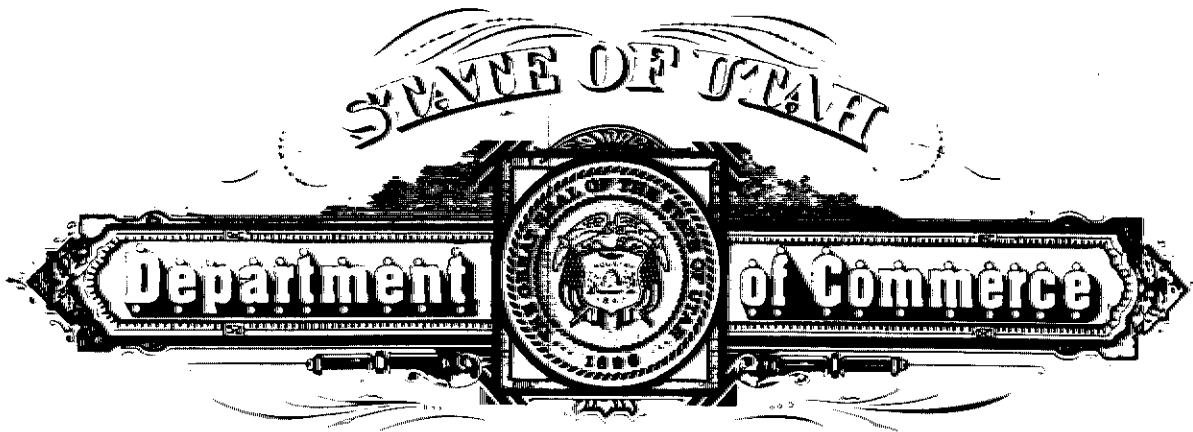
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IDAHO SECRETARY OF STATE
Secretary of State use only

09/15/1997 09:00
CK: 40498 CT: 87156 BH: 38423

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1 @ 20.00 = 20.00 EXPEDITE C

W 4657



**CERTIFICATION
OF GOOD STANDING**

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

DESERT WEST PROPERTIES, LLC

is a Utah limited liability company and is qualified to transact
business in the State of Utah. A Certificate of Organization was
issued from this office on *MARCH 2, 1995* and said registration is in
good standing,

AS APPEARS OF RECORD IN THE OFFICES OF THE DIVISION.

File Number: *LC 007912*



Dated this 12TH day
of September, 19 97.

Karla S. Woods

Karla T. Woods
Director, Division of
Corporations and Commercial Code