

State of Idaho

Office of the Secretary of State

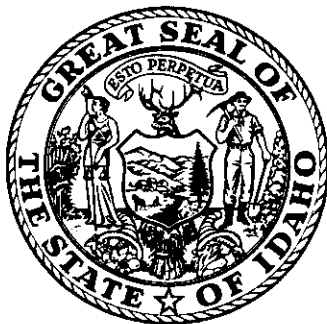
**CERTIFICATE OF AUTHORITY
OF
SINCLAIR REAL ESTATE COMPANY**

File Number C 164915

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 7 February 2006



Ben Yursa
SECRETARY OF STATE

By *Kristin Witt*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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The undersigned Corporation applies for a Certificate of Authority and states as follows: **SECRETARY OF STATE
STATE OF IDAHO**

1. The name of the corporation is:

SINCLAIR REAL ESTATE COMPANY

2. The name which it shall use in Idaho is: SINCLAIR REAL ESTATE COMPANY

3. It is incorporated under the laws of: Wyoming

4. Its date of incorporation is: December 23, 2005

5. The address of its principal office is:

550 East South Temple, Salt Lake City, UT 84102

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

550 East South Temple, Salt Lake City, UT 84102

1401 Shoreline Drive, Suite 2

Boise, ID 83702

7. The street address of its registered office in Idaho is:

and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Office	Address
<u>See attached officers/directors rider</u>		

Dated: 1/26/06

Signature: S. Holding

Typed Name: S.E. Holding

Capacity: President

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\app\certauthority_profit.pmf
Revised 07/2002

IDAHO SECRETARY OF STATE
02/07/2006 05:00
CK: 7464598 CT: 16058 BH: 936400
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

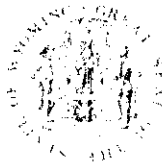
C104915

8. Sinclair Real Estate Company - Owns and manages the company's surplus or undeveloped real estate.

- Directors
 - a. Stephen E. Holding, Chairman, 550 East South Temple, Salt Lake City, UT 84102
 - b. Peter M. Johnson, 550 East South Temple, Salt Lake City, UT 84102
 - c. Scott K. Mayeda, 550 East South Temple, Salt Lake City, UT 84102
- Officers
 - a. Stephen E. Holding, President 550 East South Temple, Salt Lake City, UT 84102
 - b. Kathleen M Holding, Vice President 550 East South Temple, Salt Lake City, UT 84102
 - c. Peter M. Johnson, Vice President 550 East South Temple, Salt Lake City, UT 84102
 - d. Charles E. Barlow, Treasurer 550 East South Temple, Salt Lake City, UT 84102
 - e. Scott K. Mayeda, Secretary 550 East South Temple, Salt Lake City, UT 84102

State of Wyoming

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United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming, **SINCLAIR REAL ESTATE COMPANY** is a corporation organized under the laws of the state of Wyoming, whose date of incorporation is 12/23/05 whose period of duration is perpetual.

I FURTHER CERTIFY that this corporation has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the State of Wyoming



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 2nd day of February A.D., 2006.

Joseph B. Meyer

Secretary of State

By *Joseph B. Meyer*
