

ARTICLES OF INCORPORATION
OF
LOGAN CROSSING MANAGEMENT CORPORATION

FILED/EFFECTIVE

JUL 10 4 53 PM '00

SECRETARY OF STATE
STATE OF IDAHO

1. Name. The name of the corporation is LOGAN CROSSING MANAGEMENT CORPORATION ("Corporation").

2. Authorized shares. The aggregate number of shares the Corporation is authorized to issue shall be 100, all of which shall be common voting stock.

3. Registered office and agent. The registered office of the Corporation is 8645 W. Franklin Road, Boise, Idaho 83709 and its registered agent at that address is Gary R. Hawkins.

4. Incorporator. The name of the incorporator is Hawkins-Smith Management, Inc., an Idaho corporation and the incorporator's address is 8645 W. Franklin Road, Boise, Idaho, 83709.

5. Mailing address of the Corporation. The mailing address of the Corporation shall be 8645 W. Franklin Road, Boise, Idaho, 83709.

6. Voting Entitlement of Shares. (1) Each outstanding share, regardless of class, is entitled to vote on each matter voted on at a shareholders' meeting. Only shares are entitled to vote. (2) This Corporation is not entitled to vote treasury shares.

7. Corporate Purpose. The purpose of the Corporation shall be limited to serving as the manager of Logan Crossing LLC, an Idaho limited liability company. Logan Crossing LLC ground leases certain property on the Northwest corner of Main Street and 1400 North Street in Logan, Utah ("Property") and operates, manages, and subleases the Property and performs other activities incidental thereto. The Corporation shall be prohibited from incurring indebtedness of any kind except in its capacity as manager of Logan Crossing LLC for the loan and other indebtedness ("Indebtedness") incurred in favor of Bear, Stearns Funding, Inc. and its successors and assigns with respect to the Indebtedness ("Lender") and trade payables incurred in the ordinary course of business.

IDAHO SECRETARY OF STATE

07/11/2000 09:00
CK: 0133 CT: 22761 BH: 332488

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1 @ 20.00 = 20.00 EXPEDITE C # 3

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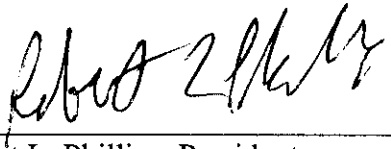
8. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors. The number of directors constituting the initial board of directors shall be two (2), and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Gary R. Hawkins	8645 W. Franklin Road, Boise, Idaho 83709
Steven C. Smith	8645 W. Franklin Road, Boise, Idaho 83709

The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws, but the number thereof shall never be fewer than two (2).

IN WITNESS WHEREOF, I have subscribed these Articles of Incorporation this 10th day of July, 2000.

Incorporator:
HAWKINS-SMITH MANAGEMENT, INC.,
an Idaho corporation

By: 
Robert L. Phillips, President