

State of Idaho

Department of State

CERTIFICATE OF REGISTRATION OF

TEXAS I-SJP, L.P.
dba TEXAS I-SJP LIMITED PARTNERSHIP
File Number L 2481

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TEXAS I-SJP, L.P. for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership 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 Registration to TEXAS I-SJP, L.P. to transact business in this State under the name TEXAS I-SJP LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated: June 30, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sherry Davis*

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

JUN 30 2 40 PM '94

To the Secretary of State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is Texas I-SJP, L.P.
2. The name which it shall use in Idaho is Texas I-SJP Limited Partnership
(Must include, without abbreviation, the words "Limited Partnership.")
3. It is organized under the laws of Texas
4. The date of its formation is December 3, 1993
5. The address of its registered or principal office in the state or country under the laws of which it is organized is 5310 Harvest Hill Road, Suite 222; Dallas, Texas 75230
6. The name and street address of its proposed registered agent in Idaho are Paul M. Boyd; Hawley Troxell
Ennis & Hawley; 877 W. Main Street, Suite 1000; Boise, Idaho 83702
7. The address at which a list of the names, addresses and contributions of the limited partners is kept is:
5310 Harvest Hill Road, Suite 222; Dallas, Texas 75230

The limited partnership agrees to keep the list until its registration is cancelled or withdrawn.

8. The name and business address of each general partner are:

Name

Address

Portfolio GP, L.C.

5310 Harvest Hill Road, Suite 222; Dallas, Texas 75230

(Continued on reverse)

Submit application and certificate to:

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

Secretary of State use only

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UK #: 16103 CUST#: 20522

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8. (Continued)

Name	Address
_____	_____
_____	_____
_____	_____
_____	_____

9. This application is accompanied by an original certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the jurisdiction under the laws of which it is organized.

Dated: _____, 19 94.

SEE ATTACHED SIGNATURE PAGE

By _____

A General Partner

STATE OF _____)
COUNTY OF _____) ss:

I, _____, a notary public, do hereby certify that on
this _____ day of _____, 19 _____, personally appeared before
me _____, who being by me first duly sworn, declared that (s)he
is a general partner of _____

that (s)he signed the foregoing document as a general partner of the limited partnership and that the state-
ments therein contained are true.

Notary Public

TEXAS I-SJP, L.P.

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

Signature Page

TEXAS I-SJP, L.P.
a Texas limited partnership

By: Portfolio GP, L.C.
a Texas limited liability company

By: SJ Partners, L.P., a
Delaware limited partnership
Manager

By: Portfolio Corporation, a
Delaware corporation
General Partner

By: Joe Jernigan
Name: Joe Jernigan
Title: Asst. Vice President

STATE OF TEXAS

COUNTY OF Dallas) ss:

I, Lucia Felan, a notary public, do hereby certify that on this 29th day of June, 1994, personally appeared before me Joe Jernigan, who being by me first duly sworn, declare that (s)he is the Asst. VP of Portfolio Corporation, the General Partner of S.J. Partners, L.P., the Manager of Portfolio GP, L.C., the General Partner of TEXAS I-SJP, L.P., that s(he) signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.

Lucia Felan
Notary Public





The State of Texas

SECRETARY OF STATE

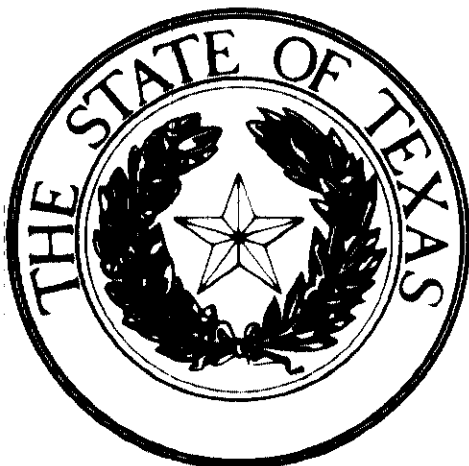
IT IS HEREBY CERTIFIED, that

TEXAS I-SJP, L.P.

filed a certificate of limited partnership in this office on

DECEMBER 3, 1993;

**IT IS HEREBY FURTHER CERTIFIED, that
no cancellation has been filed for said partnership.**



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on June 28, 1994.*

David Kirk
Secretary of State **DEM**