

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
In the Office of the
Secretary of State of Texas

OF

NOV 02 2005

STARK RANCH, LP

Corporations Section

Pursuant to Vernon's Civil Statutes, Article 6132a-1, section 2.01 (the Texas Revised Limited Partnership Act), this Certificate of Limited Partnership of STARK RANCH, LP., is executed to be filed with the Texas Secretary of State.

WITNESSETH:

The undersigned sole General Partner hereby certifies that:

- 1. The name of the limited partnership is:

STARK RANCH, LP

- 2. The address of the registered office and the name and address of the registered agent for service of process required to be maintained by Section 1.06 of the Texas Revised Limited Partnership Act are as follows:

**Patrick Nugent
Manager of Leupold Capital, LLC, General Partner
11206 Northland Circle
Dallas, Texas 75230**

- 3. The address of the principal office in the United States where records are to be kept or made available under Section 1.07 of the Texas Revised Limited Partnership Act is as follows:

**11206 Northland Circle
Dallas, Texas 75230**

- 4. The name, the mailing address and the street address of the sole General Partner is as follows:

**Leupold Capital, LLC
Attention: Patrick Nugent, Manager
11206 Northland Circle
Dallas, Texas 75230**

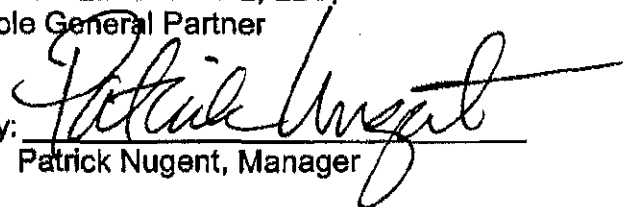
5. Other matters that the sole General Partner determines to include:

None

IN WITNESS WHEREOF this Certificate of Limited Partnership has been executed as of this 2nd day of November, 2005.

STARK RANCH, LP

By: LEUPOLD CAPITAL, LLC,
Sole General Partner

By: 
Patrick Nugent, Manager



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BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY

Filing Number: 800565877 **Entity Type:** Domestic Limited Partnership (LP)
Original Date of Filing: November 2, 2005 **Entity Status:** In existence
Formation Date: N/A
Tax ID: 32035303174 **FEIN:**
Duration: Perpetual
Name: STARK RANCH, LP
Address: 11206 Northland Cir.
 Dallas, TX 75230 USA

<u>REGISTERED</u> <u>AGENT</u>	<u>FILING</u> <u>HISTORY</u>	<u>NAMES</u>	<u>MANAGEMENT</u>	<u>ASSUMED</u> <u>NAMES</u>	<u>ASSOCIATED</u> <u>ENTITIES</u>
Name		Address		Inactive Date	
Patrick Nugent		11206 Northland Cir. Dallas, TX 75230 USA			

Instructions:

- To place an order for additional information about a filing press the 'Order' button.

**ARTICLES OF ORGANIZATION
OF
LEUPOLD CAPITAL, L.L.C.**

FILED
In the Office of the
Secretary of State of Texas
AUG 09 2004

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as organizer of a limited liability company under the Texas Limited Liability Company Act, do hereby adopt the following Articles of Organization for such Company:

ARTICLE I

NAME

The name of the limited liability company is **LEUPOLD CAPITAL, L.L.C.**

ARTICLE II

DURATION

The period of duration of the Company is perpetual.

ARTICLE III

PURPOSES

The purpose for which the Company is Organized is the transaction of any and all lawful business for which a limited liability company may be organized under the Texas Limited Liability Company Act.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS; REGISTERED AGENT

The address of the Company's initial registered office in Texas is 5642 Amherst, Dallas, Texas 75209 and the name of such initial registered agent is Patrick Nugent.

ARTICLE V**MANAGEMENT**

The management of the Company is hereby reserved to the members and the names and addresses of such members are as follows:

Name	Address
Patrick Nugent	5642 Amherst Dallas, Texas 75209

ARTICLE VI**LIMITATION OF LIABILITY**

To the maximum extent provided by law, each manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in such manager's capacity as a manager, except that this article does not authorize the elimination or limitation of the liability of such manager to the extent the manager is found liable for:

- (1) a breach of his or her duty of loyalty to the Company or its members;
- (2) an act of omission not in good faith that constitutes a breach of duty of the manager to the Company or an act of omission that involves intentional misconduct or a knowing violation of the law;
- (3) a transaction from which such manager received improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or
- (4) an act or omission for which the liability of such manager is expressly provided for by an applicable statute.

ARTICLE VII

ACTIONS WITHOUT A MEETING

Any action required or permitted to be taken at a meeting of the members of the Company may be taken without a meeting, without prior notice, and without a vote if a consent in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests constituting not less than the minimum amount of membership interests that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted.

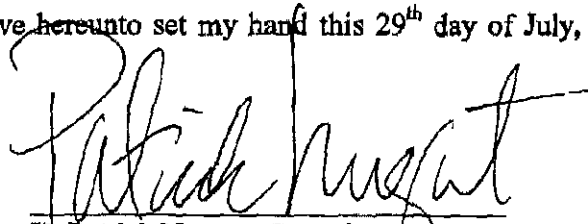
ARTICLE VIII

ORGANIZER

The name and address of the organizer is:

Name	Address
H. Patrick Nugent	2200 Ross, Suite 3700 Dallas, Texas 75201

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of July, 2004.



 H. Patrick Nugent, Organizer



**Forfeiture pursuant to Section 171.309 of the Texas Tax Code
of
LEUPOLD CAPITAL, L.L.C.**

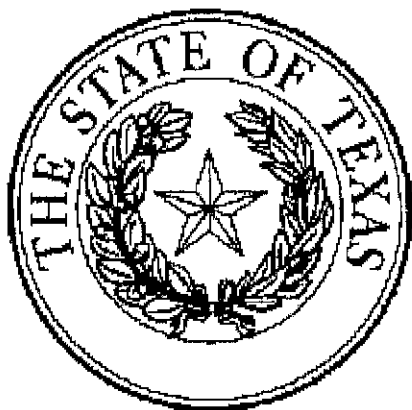
File Number : 800374831

Certificate / Charter forfeited : August 07, 2009

The Secretary of State finds that:

1. The Secretary has received certification from the Comptroller of Public Accounts under Section 171.302 of the Texas Tax Code indicating that there are grounds for the forfeiture of the taxable entity's charter, certificate or registration; and
2. The Comptroller of Public Accounts has determined that the taxable entity has not revived its forfeited privileges within 120 days after the date that the privileges were forfeited.

Therefore, pursuant to Section 171.309 of the Texas Tax Code, the Secretary of State hereby forfeits the charter, certificate or registration of the taxable entity as of the date noted above and records this notice of forfeiture in the permanent files and records of the entity.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

STATEMENT OF AUTHORITY
(Section 38-30-172, C.R.S.)

Pursuant to C.R.S. § 38-30-172, the undersigned, Leupold Capital, LLC, being the General Partner of Stark Ranch, LP, a Texas limited partnership ("Partnership"), hereby certifies the following:

1. The name of the Partnership is: Stark Ranch, LP.
2. The Partnership is a limited partnership, formed and existing under the laws of the State of Texas.
3. The mailing address of the Company is as follows:

11206 Northland Circle
Dallas, Texas 75230

4. The name and position of the person authorized to execute with no limitations any and all instruments conveying, encumbering, or otherwise affecting title to the real property located in Jackson County, Colorado as more particularly described on Exhibit A attached hereto is Patrick Nugent manager of Leupold Capital, LLC, General Partner of Stark Ranch, LP.

Executed this 15 day of March, 2006.

STARK RANCH, LP, a Texas limited partnership
 By: LEUPOLD CAPITAL, LLC, a Texas limited liability company, General Partner
 By: Patrick Nugent
 Patrick Nugent, manager

STATE OF TEXAS)
)ss.
 COUNTY OF DALLAS)

The foregoing instrument was acknowledged before me this 15 day of March, 2006 by Patrick Nugent as manager of Leupold Capital, LLC, a limited liability company, in its capacity as General Partner of Stark Ranch, LP a Texas limited partnership, on behalf of the limited liability company.

Witness my hand and official seal.

Wanda Jacob
 Notary Public

My commission expires:
2 24 2010



27340098450 : FAITC

LEGAL DESCRIPTION

ROSLYN RANCH

TOWNSHIP 5 NORTH, RANGE 78 WEST, 6TH PM, JACKSON COUNTY, COLORADO

Sec. 3 - SW1/4, BOOK 147, PAGE 745

Sec. 4 - SE1/4

Sec. 9 - NE1/4NE1/4

Sec. 10 - E1/2, E1/2W1/2, NW1/4NW1/4, SW1/4SW1/4

Sec. 11 - SW1/4

Sec. 15 - NE1/4, W1/2SE1/4, E1/2NW1/4, E1/2E1/2SW1/4, NW1/4NE1/4SW1/4

Sec. 22 - NE1/4NE1/4NW1/4, N1/2NW1/4NE1/4

EXCEPT THE FOLLOWING PARCELS:

1. A parcel of land lying within Sections 10 and 11 of T.5N., R.78W., 6th PM, more particularly described as follows:

Beginning at a point on the east right-of-way line of State Highway 125, whence the 1/4 corner common to said Sections 10 and 11 bears North 48°29'17" East, a distance of 258.18 feet; thence North 54°03'00" East, a distance of 165.00 feet; thence South 43°58'24" East, a distance of 250.76 feet; thence South 35°57'00" East, a distance of 510.00 feet; thence South 54°03'00" West, a distance of 200.00 feet to a point on the east right-of-way line of said highway; thence along said east right-of-way line North 35°57'00" West, a distance of 758.31 feet to the Point of Beginning.

Containing 3.382 Acres, more or less, in the exception.

2. EXCEPT LAND IN BOOK 44 PAGE 243 FOR HWY ROW.

3. EXCEPT LAND IN BOOK 49 PAGE 102 FOR HWY ROW.

Total Area of Roslyn Ranch is 1451.056 acres, more or less, with all exceptions removed.