

195908

CERTIFICATE OF LIMITED PARTNERSHIP AGREEMENT

RECEIVED

The undersigned, being desirous of forming a limited partnership pursuant to the statutes of the State of Idaho authorizing their formation do hereby make and severally sign the following certificate, in duplicate originals for that purpose:

1. The name under which the partnership is to be conducted is Higby ^N/_N Limited Partnership.
2. The character of the business is ranching operations, and other business which relates or is incidental thereto, including stock breeding, raising, selling, buying and ranching.
3. The principal place of business is to be located at Star Route, Payette County, Idaho. *R/A Ernest A. Hoidal R/D Idaho First Plaza Suite 1509 Boise 83702*
4. The names of the general partners and limited partners are: *as per Mr. Hoidal*
 Charles P. Higby, General Partner, Star Route, Payette, ID
 Louis M. Higby, General Partner, Star Route, Payette, ID
 Pamela K. Higby, General Partner, Star Route, Payette, ID
 Charles S. Higby, Limited Partner, Star Route, Payette, ID
5. The term for which the partnership is to exist is perpetual or as may be terminated according to the agreement..
6. The amount of cash and a description of and the agreed value of other property contributed by each limited partner is:

<u>Name of Limited Partner</u>	<u>Cash Contribution</u>	<u>Description of Other Property</u>	<u>Agreed Value of Other Property</u>
Charles S. Higby	-0-	Real & personal property located in Oregon and Idaho and such miscellaneous equipment as is necessary for the ranching operations	In excess of \$250,000

7. The share of the profits or other compensation by way of income which each limited partner shall receive by reason of his contribution:

Charles S. Higby - 12% Income

8. Right is given to limited partner to substitute limited partner in his place upon the terms and conditions of the limited partnership agreement.

State of Idaho, County of Payette

I certify that this instrument was filed for record at the request of

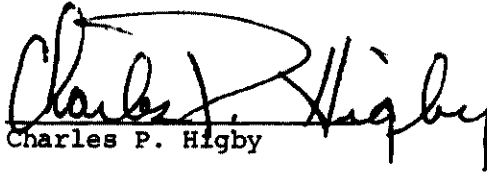
Oct 6, 1982 at 3:18 P.M. in Book 21 of Misc. Records, Page 195908.

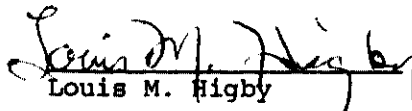
Bula Cheese, Ex-Officio Recorder by *Bulla Cheese* Deputy

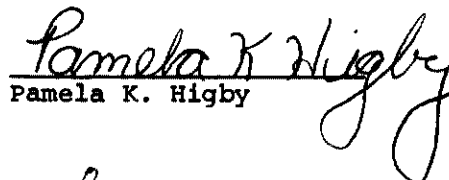
Fee: \$6.00

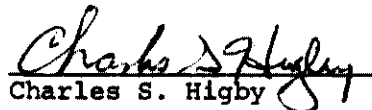
9. Right is given to partners to admit additional limited partners according to the terms of the limited partnership agreement
10. Right is given the remaining general partners to continue the business on the death, retirement or insanity of a general partner.
11. Right is given the limited partner to demand and receive property other than cash in return for his contribution.

In witness whereof we have hereunto set our hand and seal this 24th of February, 1982.


Charles P. Higby

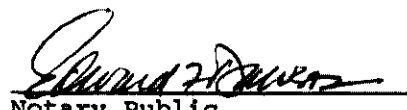

Louis M. Higby


Pamela K. Higby


Charles S. Higby

New York
STATE OF ~~NEW YORK~~)
: ss.
County of Tompkin

On this 24th day of February, 1982, before me, a notary public of the state of New York in and for the county of Tompkin, personally appeared ~~Charles P. Higby, Louis M. Higby, Pamela K. Higby and Charles S. Higby~~, known to me and being duly sworn according to law, ~~each for himself~~, acknowledged to me that ~~they~~ executed the foregoing certificate as general and limited partners, and depose and say that ~~they are the~~ general and limited partners named in the foregoing certificate and that the facts therein stated are true and correct.

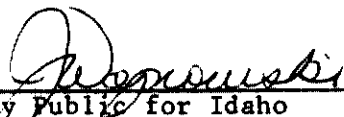

Notary Public
EDWARD F. DAWSON
Notary Public, State of New York
No. 469573
Qualified in Seneca County
Term Expires March 30, 1983

195908

STATE OF IDAHO)
) ss.
County of Payette)

On the date first set forth above, before me, the undersigned, a Notary public in and for the said State, personally appeared Charles P. Higby, Louis M. Higby and Charles S. Higby, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for Idaho
Residing at New Plymouth, Idaho 83655

CERTIFICATE OF LIMITED PARTNERSHIP AGREEMENT

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Limited Partnership.

2. The character of the business is ranching operations, and other business which relates or is incidental thereto, including stock breeding, raising, selling, buying and ranching.

3. The principal place of business is to be located at Star Route, Payette County, Idaho.

4. The names of the general partners and limited partners are:

Charles P. Higby, General Partner, Star Route, Payette, ID
Louis M. Higby, General Partner, Star Route, Payette, ID
Pamela K. Higby, General Partner, Star Route, Payette, ID
Charles S. Higby, Limited Partner, Star Route, Payette, ID

5. The term for which the partnership is to exist is perpetual or as may be terminated according to the agreement.

6. The amount of cash and a description of and the agreed value of other other property contributed by each limited partner and general partner is:

<u>Names of Limited & General Partners</u>	<u>Cash Contribution</u>	<u>Description of Other Property</u>	<u>Agreed Value of Other Property</u>
Limited Partner: Charles S. Higby	-0-	Real & personal proper- ty located in Oregon & Idaho and such miscel- laneous equipment as is necessary for the ranch- ing operations	In excess of \$250,000
General Partners: Charles P, Pamela S. and Louis M. Higby	\$1600.00 each	-0-	-0-

7. The share of the profits or other compensation by way of income which each limited partner shall receive by reason of his contribution:

Charles S. Higby - 12% Income

8. Right is given to limited partner to substitute limited partner in his place upon the terms and conditions of the limited partnership agreement.