

001 12 10 24 AM '82
CERTIFICATE OF
LIMITED PARTNERSHIP
SECRETARY OF STATE

The undersigned, partners in S and K LIMITED PARTNERSHIP,
state as follows:

I

The name of the limited partnership is S and K LIMITED
PARTNERSHIP.

II

The character of business to be carried on by the
partnership is the investment in, the improvement of, and
the management of real property and all other business
enterprises or ventures unanimously agreed upon by the
partners.

III

The name and address of the registered agent for
service of process is JERRY D. SHERMAN, 4150 East Mullan,
Post Falls, Idaho, 83854.

IV

The name and business address of each general partner
is as follows: JERRY D. SHERMAN and PATRICIA A. SHERMAN,
4150 East Mullan, Post Falls, Idaho, 83854. The name and
business address of each limited partner is as follows:
DEREK L. SHERMAN, 4150 East Mullan, Post Falls, Idaho, 83854,
and G. JOHN KRAMER and JEAN KRAMER, Route 3 Box 135, Hayden
Lake, Idaho, 83835.

V

The general partners have contributed to the partner-
ship the sum of \$10,080.00. DEREK L. SHERMAN has contributed
the sum of \$1,120.00, and G. JOHN KRAMER and JEAN KRAMER have
contributed the sum of \$13,440.00.

VI

No additional contributions are required of any partner
unless unanimously agreed upon by all partners. The limited

partners have no power to grant the right to become a limited partner to an assignee of any part of his partnership interest, unless the assignee is a general partner, or unless he first gives the other partners the right of first refusal to purchase his interest in the partnership, and if they so refuse to purchase all of his partnership interest, then he may convey to a third party.

VII

There is no termination date for the partnership. The general partners, in their discretion, may terminate the partnership at any time. A limited partner may sell his interest in the partnership, having first given the right of purchase to his fellow partners pursuant to the terms of the partnership agreement.

VIII

Distributions to the partners will be made from the profits of the partnership, and upon the sale of partnership real property, or as unanimously agreed by the partners.

IX

A partner shall be entitled to a return of his contribution, or a portion thereof, only upon the dissolution of the partnership.

X

The partnership may be dissolved and its affairs wound up upon the following occurrences: (1) Upon the decision of a general partner; (2) upon the death of a general partner; (3) upon the unanimous consent of all of the partners.

XI

The partnership may only be continued when a general partner withdraws with the unanimous consent of all of the partners.

XII

The limited partners whose names are executed herebelow do hereby grant a Power of Attorney to the general partners to file amended certificates of limited partnership as required by the laws of the State of Idaho, and the limited partners do grant unto the general partners, or any of them, the power to sign said amended certificates of limited partnership for a limited partners as allowed by Idaho law, and specifically Idaho Code §53-211. This Power of Attorney shall continue to exist until revoked in writing by a limited partner.

DATED this 16th day of June, 1982.

GENERAL PARTNERS

Jerry D. Sherman
JERRY D. SHERMAN

Patricia A. Sherman
PATRICIA A. SHERMAN

LIMITED PARTNERS

G. John Kramer
G. JOHN KRAMER

Jean Kramer
JEAN KRAMER

Derek L. Sherman
DEREK L. SHERMAN

STATE OF IDAHO)
 ss.
County of Kootenai)

On this 16th day of June, 1982, before me the undersigned Notary Public, in and for the State of Idaho, personally appeared JERRY D. SHERMAN and PATRICIA A. SHERMAN, husband and wife, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

Rose Hall
Notary Public for Idaho
Residing at: Post Falls

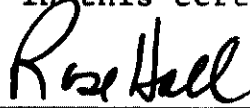
STATE OF IDAHO)

ss.

County of Kootenai)

On this 16th day of June, 1982, before me the undersigned Notary Public, in and for the State of Idaho, personally appeared G. JOHN KRAMER and JEAN KRAMER, husband and wife, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at: Post Falls

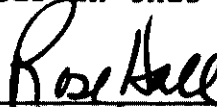
STATE OF IDAHO)

ss.

County of Kootenai)

On this 16th day of June, 1982, before me the undersigned Notary Public, in and for the State of Idaho, personally appeared DEREK L. SHERMAN, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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



Notary Public for Idaho
Residing at: Post Falls