

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
STL INVESTMENTS

STATE OF IDAHO                    )  
                                      ) ss.  
County of Blaine                 )

We, the undersigned, desiring to form a Limited Partnership, pursuant to the provisions of Chapter 2, Title 53 of the Idaho Code, as amended, do hereby certify as follows:

1. The name of the partnership is STL INVESTMENTS.
2. The general nature of the partnership business is to own, lease, and operate real estate and commercial properties and related businesses.
3. The principal place of business of the partnership is HAILEY, IDAHO.
4. The names and addresses of each general and limited partner are as follows:

GENERAL PARTNERS

H. Jack Basolo

PLACE OF RESIDENCE

Cedar Street  
Hailey, Idaho 83333

LIMITED PARTNERS

H. Jack Basolo

PLACE OF RESIDENCE

Cedar Street  
Hailey, Idaho 83333

Scott L. Basolo

Cedar Street  
Hailey, Idaho 83333

Steve C. Clayton, as  
custodian for Terry B.  
Basolo under the Idaho  
Uniform Gifts to  
Minors Act.

Cedar Street  
Hailey, Idaho 83333

Steve C. Clayton, as  
custodian for Lon W.

Basolo under the Idaho  
Uniform Gifts to  
Minors Act.

Cedar Street  
Hailey, Idaho 83333

5. The term of the partnership commences on the 28th day of December, 1979, and shall continue indefinitely until terminated in the manner provided in the Articles of Partnership.

6. A description of the original capital contributions of each partner is as follows:

<u>General Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	20	1.0%	\$1,800.00
Total	20	1.0%	\$1,800.00

<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	1881	94.05%	\$169,290.00
Scott L Basolo	33	1.65	2,970.00
Steve C. Clayton, as custodian for Terry B. Basolo under the Idaho Uniform Gifts to Minors Act.	33	1.65	2,970.00
Steve C. Clayton, as custodian for Lon W. Basolo under the Idaho Uniform Gifts to Minors Act.	33	1.65	2,970.00
Total	1980	99.0%	\$178,200.00

7. The share of profits in the partnership business which each limited partner shall receive by reason of his contribution of capital is as follows: the net profits of the partnership shall be divided among all classes of Partners in proportion to their percentage ownership of the capital of the partnership.

8. There is no agreement concerning the making of additional contributions by any limited partner, nor is there any agreement concerning the time when the contribution of any limited partner is to be returned.

9. A limited partner may substitute his spouse, children, issue, siblings, or any member of his family, or a trust, corporation, or legal entity created primarily for the benefit of such persons, without the consent or approval of the partners. Any other substitution of a limited partner requires the consent of a majority of the general partners.


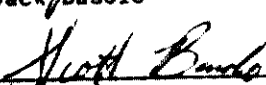
10. Additional limited partners may be admitted only upon the consent of a majority of the general partners.

11. There are no priorities between the limited partners as to contributions or as to compensation by way of income.

12. In the event of the death or retirement of any general partner, the partnership shall be dissolved, but the remaining partners shall have the right to continue the partnership business by purchasing the deceased or retiring partner's interest in the partnership at a value to be determined by appraisal to be made by three appraisers.

DATED this 28th day of December, 1979, Hailey, Idaho.

  
H. Jack Basolo  
GENERAL PARTNER

  
H. Jack Basolo  
  
Scott Basolo

3 - CERTIFICATE OF LIMITED PARTNERSHIP

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Steve E. Clayton, as custodian for  
Terry B. Basolo, under the Idaho  
Uniform Gifts to Minors Act

Steve E. Clayton, as custodian for  
Lon W. Basolo, under the Idaho  
Uniform Gifts to Minors Act

LIMITED PARTNERS

STATE OF IDAHO

ss.

County of Blaine

On this 25<sup>th</sup> day of August, 1979, before me,  
the undersigned, a Notary Public, in and for said state,  
personally appeared H. JACK BASOLO, SCOTT L. BASOLO, STEVE E.  
CLAYTON, as custodian for TERRY B. BASOLO and LON W. BASOLO,  
under the Idaho Uniform Gifts to Minors Act, 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.

Ray McPherson  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires: \_\_\_\_\_



NOTARY PUBLIC  
STATE OF IDAHO  
RAY MCPHERSON  
1155  
Boise, Idaho 83702  
RECORDED IN BOOK  
OF 1000000000  
PAGE 1000000000  
1980

790200000

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
STL INVESTMENTS

STATE OF IDAHO       )  
                          ) ss.  
County of Blaine     )

We, the undersigned, desiring to amend the Certificate of Limited Partnership of STL INVESTMENTS filed in the office of the Clerk and Recorder of Blaine County, Idaho, in order to more clearly reflect the ownership interests in said Limited Partnership, and having been first duly sworn by the undersigned Notary Public, do certify as follows:

1. The limited partner H. Jack Basolo has transferred and assigned certain portions of his interest as a limited partner to his sons as limited partners.

2. Paragraph Six (6) of the Certificate of Limited Partnership is amended to read as follows:

"6. A description of the capital contributions of each partner is as follows:

<u>General Partners</u>	<u>Units</u>	<u>Percent Of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	<u>20</u>	<u>1.0%</u>	<u>\$ 1,800.00</u>
Total	20	1.0%	\$ 1,800.00

<u>Limited Partners</u>	<u>Units</u>	<u>Percent Of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	297	14.85%	\$26,730.00

Scott L. Basolo	561	28.05%	50,490.00
Steven E. Clayton, as custodian for Terry B. Basolo under the Idaho Uniform Gifts to Minors Act	561	28.05%	50,490.00
Steven E. Clayton, as custodian for Lon W. Basolo under the Idaho Uniform Gifts to Minors Act	<u>561</u>	<u>28.05%</u>	<u>50,490.00</u>
Total	1,980	100.00%	\$178,200.00

3. Each of the limited partners approves and accepts the Articles of Limited Partnership and agrees to be bound by all of the terms and provisions of said Articles.

Dated this 30th day of June, 1980, at Hailey, Idaho.

H. Jack Basolo  
H. Jack Basolo  
GENERAL PARTNER

H. Jack Basolo  
H. Jack Basolo

Scott L. Basolo  
Scott L. Basolo

Steven E. Clayton, as custodian  
for Terry B. Basolo, under the  
Idaho Uniform Gifts to Minors Act

Steven E. Clayton, as custodian  
for Lon W. Basolo, under the Idaho  
Uniform Gifts to Minors Act

LIMITED PARTNERS

2 - AMENDED CERTIFICATE OF LIMITED PARTNERSHIP

NO. 206016

STATE OF IDAHO       )  
                          ) ss.  
County of Blaine     )

On this 20<sup>th</sup> day of Aug, 1980, before me, the undersigned, a Notary Public, in and for said State, personally appeared H. JACK BASOLO, SCOTT L. BASOLO, STEVEN E. CLAYTON, as custodian for TERRY B. BASOLO and LON W. BASOLO, under the Idaho Uniform Gifts to Minors Act, known to me to be the persons whose names are subscribed to the within instrument, and having first been sworn by me 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.



Ray J. Webster  
Notary Public for Idaho  
Residing at Hailey, Idaho  
My Commission Expires: \_\_\_\_\_

By 40  
20th Aug  
83 23

May 1981

NAME NOTARY

Aug 1981

No. 206016

AMENDMENT TO CERTIFICATE AND ARTICLES OF LIMITED PARTNERSHIP  
OF  
STL INVESTMENTS

STATE OF IDAHO       )  
                          )  
County of Blaine    )

We, the undersigned, desiring to amend the Certificate of Limited Partnership of STL INVESTMENTS filed in the office of the Clerk and Recorder of Blaine County, Idaho, and the Articles of Limited Partnership of STL INVESTMENTS, in order to more clearly reflect the ownership interests in said Limited Partnership, and having been first duly sworn by the undersigned Notary Public, do certify as follows:

1. The limited partner H. Jack Basolo has transferred and assigned certain portions of his interest as a limited partner to his sons as limited partners.

2. Paragraph Six (6) of the Certificate of Limited Partnership and Paragraph Six (6) of the Articles of Limited Partnership are amended to show the capital contributions of each partner as follows:

<u>General Partners</u>	<u>Units</u>	<u>Percent Of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	20	1.0%	\$1,800.00
Total	20	1.0%	\$1,800.00

<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	237	11.85%	\$21,330.00
Scott L. Basolo	581	29.05%	\$52,290.00



Steven E. Clayton,  
as custodian for  
Terry B. Basolo  
under the Idaho  
Uniform Gifts to  
Minors Act

581	29.05%	\$52,290.00
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Steven E. Clayton,  
as custodian for  
Lon W. Basolo  
under the Idaho  
Uniform Gifts to  
Minors Act

581	29.05%	\$52,290.00
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Total	1,980	99.00%	\$178,200.00
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3. Each of the limited partners approves and accepts  
the Articles of Limited Partnership and agrees to be bound by  
all of the terms and provisions of said Articles.

DATED This \_\_\_\_\_ day of January, 1981, at Hailey,  
Idaho.

\_\_\_\_\_  
H. Jack Basolo

GENERAL PARTNER

\_\_\_\_\_  
H. Jack Basolo

\_\_\_\_\_  
Scott L. Basolo

\_\_\_\_\_  
Steven E. Clayton, as custodian  
for Terry B. Basolo, under the  
Idaho Uniform Gifts to Minors Act

\_\_\_\_\_  
Steven E. Clayton, as custodian  
for Lon W. Basolo, under the Idaho  
Uniform Gifts to Minors Act

LIMITED PARTNERS

STATE OF IDAHO        )  
                              ss.  
County of Blaine     )

On this     1   day of January, 1961, before me, the undersigned, a Notary Public, in and for said State, personally appeared H. JACK BASOLO, ROBERT L. BASOLO, STEVEN E. CLAYTON, as custodian for TERRY R. BASOLO and LON W. BASOLO, under the Idaho Uniform Gifts to Minors Act, known to me to be the persons whose names are subscribed to the within instrument, and having first been sworn by me 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.



[Signature]  
NOTARY PUBLIC for Idaho  
Residing at: Bailey, Idaho  
My commission expires: 1962

*Jack Basolo*  
*19:35 Basolo*  
*March 9. 1961*  
*4*  
*Notary Public*  
*16.00*

*No. 212708*

AMENDMENT TO CERTIFICATE AND ARTICLES OF LIMITED PARTNERSHIP  
OF  
STL INVESTMENTS

STATE OF IDAHO     )  
                              ) ss.  
County of Blaine )

We, the undersigned, desiring to amend the Certificate of Limited Partnership of STL INVESTMENTS filed in the office of the Clerk and Recorder of Blaine County, Idaho, and the Articles of Limited Partnership of STL INVESTMENTS, in order to more clearly reflect the ownership interests in said Limited Partnership, and having been first duly sworn by the undersigned Notary Public, do certify as follows:

1. The Limited partner H. Jack Basolo has transferred and assigned certain portions of his interest as a limited partner to his sons as limited partners.

2. Paragraph Six (6) of the Certificate of Limited Partnership and Paragraph Six (6) of the Article of Limited Partnership are amended to show the capital contributions of each partner as follows:

<u>General Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	20	1.0%	\$ 1,800.00
Total	20	1.0%	\$ 1,800.00
<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	0	.0%	0.00
Scott L. Basolo	660	33.0%	\$59,400.00
Steven E. Clayton, as custodian for Terry B. Basolo under the Idaho Uniform Gifts to Minors Act	660	33.0%	\$59,400.00
Steven E. Clayton, as custodian for Ian W. Basolo under the Idaho Uniform Gifts to Minors Act	660	33.0%	\$59,400.00
Total	1,980	99.0%	\$178,200.00

3. Each of the limited partners approves and accepts the Articles of Limited Partnership and agrees to be bound by all of the terms and provisions of said Articles.

DATED this 28 day of February, 1983, at Hailey, Idaho.

H. Jack Basolo  
H. Jack Basolo

GENERAL PARTNER

H. Jack Basolo  
H. Jack Basolo

Scott L. Basolo  
Scott L. Basolo

Steven E. Clayton, as custodian  
for Terry B. Basolo, under the Idaho  
Uniform Gifts to Minors Act

Steven E. Clayton, as custodian  
for Lon W. Basolo, under the Idaho  
Uniform Gifts to Minors Act

LIMITED PARTNERS

WITNESSED AND SIGNED before me this 28th day of March, 1983.

Kay Helbert  
Kay Helbert, Notary Public  
IDAHO  
COUNTY OF BLAINE