

SECOND AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
SECRETARY OF STATE

DBSI/TRI II LIMITED PARTNERSHIP

STATE OF IDAHO)
) ss.
County of Ada)

The undersigned General Partners for themselves and as attorney-in-fact for the Limited Partners herein described, desiring to amend the Certificate of Limited Partnership filed with the Idaho Secretary of State November 14, 1983 as Filing No. L00495 and the Amendment to Certificate of Limited Partnership filed with the Idaho Secretary of State December 30, 1983 as Filing No. L00495-a (collectively the "Certificate") to acknowledge the addition of a General Partner and to reflect the current addresses of the General Partners and Limited Partners, hereby certify as follows:

1. The name of the limited partnership is DBSI/TRI II Limited Partnership.

2. The General Partner being added is DBSI Housing Inc., effective as of November 18, 1985.

3. The Certificate, as above described, is hereby further amended to reflect the current names, current addresses and total contributions of all of the General Partners and Limited Partners of the Partnership as follows:

<u>Name</u>	<u>Place of Residence or Business</u>	<u>Contribution</u>
DBSI Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, Idaho 83706	0
Tomlinson Realty Investment (General Partner)	P. O. Box 108 Boise, Idaho 83701	0
DBSI Housing Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, Idaho 83701	0
James R. Casebolt (Limited Partner)	2049 Roanoke Boise, ID 83712	\$24,500

Wayne L. Coleman (Limited Partner)	5769 Marcliffe Boise, ID 83704	\$49,000
Corinne M. Compton Martin (Limited Partner)	151 Upper Via Casitas #2 Greenbrae, CA 94904	\$24,500
Paul I. Corddry (Limited Partner)	14 Edgewood Road Pittsburgh, PA 15215	\$49,000
Lloyd O. Cox (Limited Partner)	2119 Ridgepoint Way Boise, ID 83712	\$24,500
James B. Gillick (Limited Partner)	Rt. 3, Box 564 Ontario, OR 97914	\$24,500
Gerald D. Herrick (Limited Partner)	2173 Bluestem Lane Boise, ID 83706	\$49,000
Ronald L. Kennedy (Limited Partner)	4194 Marylebone Boise, ID 83704	\$24,500
James N. Martin (Limited Partner)	151 Upper Via Casitas Greenbrae, CA 94904	\$24,500
Gerald G. Overly (Limited Partner)	5179 Fifeshire Boise, ID 83704	\$49,000
Arthur L. Porter (Limited Partner)	558 Gemini Rexburg, ID 83440	\$24,500
Thomas D. Tilden (Limited Partner)	1070 North Curtis Road Suite 150 Boise, ID 83706	\$24,500

The additions and changes enumerated in this Amended Certificate become effective as of the dates stated hereinabove.

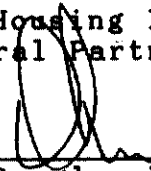
DBSI Inc.
(General Partner)

By:  Mark A. Ellison
Secretary-Treasurer

Tomlinson Realty Investment
(General Partner)


By: James R. Tomlinson

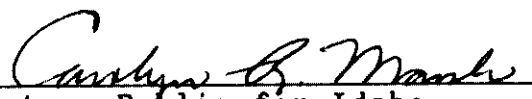
DBSI Housing Inc.
(General Partner)


By: Douglas L. Swenson
President

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared MARK A. ELLISON, known to me to be the SECRETARY-TREASURER of DBSI INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI II Limited Partnership.

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
Residence: Boise, Idaho
My commission expires: Feb. 1, 1988

STATE OF IDAHO)
) ss.
County of Ada)

On this 18th day of August, 1986, before me, a Notary Public in and for said State, personally appeared JAMES R. TOMLINSON, known to me to be a GENERAL PARTNER of TOMLINSON REALTY INVESTMENT, an Idaho general partnership, and that he, as such General Partner, being authorized so to do, executed the foregoing instrument in said partnership name.

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

Sharon Miller
Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: 7/1/91

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared DOUGLAS L. SWENSON, known to me to be the PRESIDENT of DBSI Housing Inc., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI II Limited Partnership.

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

Carolyn R. Marsh
Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: Feb. 4, 1988

Pursuant to the special power of attorney granted to the General Partners in Article XI of the Articles of Limited Partnership of DBSI/TRI II Limited Partnership, the General Partner DBSI Inc., hereby executes this Certificate for and in behalf of the following Limited Partners: James R. Casebolt, Wayne L. Coleman, Corinne M. Compton Martin, Paul I. Corddry, Lloyd O. Cox; James B. Gillick, Gerald D. Herrick, Ronald L. Kennedy, James N. Martin, Gerald G. Overly, Arthur L. Porter and Thomas D. Tilden.

DBSI Inc.

Mark A. Ellison
By: Mark A. Ellison
Secretary-Treasurer

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared MARK A. ELLISON, known to me to be the SECRETARY-TREASURER of DBSI INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI II Limited Partnership.

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

Carolyn B. March
Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: Feb. 1, 1988