

APR 2 11 02 AM '91  
SECRETARY OF STATE

CERTIFICATE OF LIMITED PARTNERSHIP  
CAMERON PROPERTIES LIMITED PARTNERSHIP

This Certificate of Limited Partnership is filed with respect to CAMERON PROPERTIES LIMITED PARTNERSHIP, pursuant to Idaho Code Section 53-208.

The undersigned hereby certify as follows:

1. The name of the limited partnership is: CAMERON PROPERTIES LIMITED PARTNERSHIP.
2. The general character of the Partnership's business is to acquire, own, develop, subdivide, and operate for the production of income, certain real property and improvements located in Shoshone County, Idaho.
3. The name and address of the registered agent for service of process required to be maintained by Section 53-204 of the Idaho Code are:

Larry C. Runkle  
4320 Sky Harbor Drive  
Coeur d'Alene, Idaho 83814

4. The name and business address of each Partner are:

General Partners:

Larry C. Runkle  
4320 Sky Harbor Drive  
Coeur d'Alene, Idaho 83814

James E. Sainsbury  
300 Sainsbury Lane  
Zillah, Washington 98953

Limited Partner:

Jack C. Durdy  
6048 N. 15th Street  
Coeur d'Alene, Idaho 83814

5. The amount of cash contributed by each Partner is as follows:

General Partners:

Larry C. Runkle                      \$131,480

James E. Sainsbury                  \$145,320

Limited Partner:

Jack C. Durdy                        \$ 69,200

6. The times at which or events on the happening of which any additional contributions agreed to be made by each Partner are to be made: On assessment by unanimous decision of both General Partners; provided that, in the management and operation of the business of the Partnership, and in reference to special projects, such as road building in the development of the Partnership property, the Limited Partner may by agreement become liable to contribute a share equal to his Percentage Interest in the Partnership for the special project, subject to the same contributions being made in the same manner by the General Partners for the special project.

7. The Limited Partner shall have no power to grant the right to become a Limited Partner to any assignee of any part of his Partnership interest, except after compliance with a right of first refusal in the other Partners, or where the assignment is on account of the Limited Partner's death or to specified related parties.

8. No Partner has any right to terminate his membership in the Partnership, or to the liquidation and distribution of Partnership assets.

9. No Partner shall have any right to receive distributions of cash or other property from the Partnership, except for the quarterly distribution of cash flow in the discretion of the General Partners.

10. No Partner shall have any right to receive, and no General Partner shall have any right to make, distributions to any Partner including a return of all or any part of such Partner's contribution.

11. The Partnership is to be dissolved and its affairs wound up only on agreement of two of the Partners, General or Limited, or at the expiration of the Partnership on December 31, 2001.



STATE OF IDAHO                    )  
  : ss.  
County of   KOOTENAI   )

On this   26th   day of   MARCH  , 1991, before me,  
John I. Mushlitz, a Notary Public in and for the State of Idaho,  
personally appeared JAMES E. SAINSBURY, known or identified to me  
to be the person whose name is subscribed to the within  
instrument, and acknowledged to me that he executed the same.

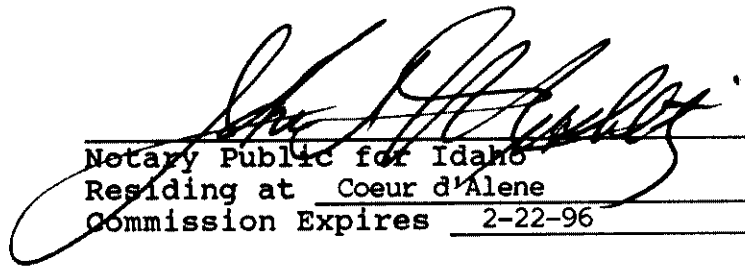
WITNESS my hand and official seal hereto affixed the day and  
year first above written.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at   Coeur d'Alene    
Commission Expires   2-22-96  

STATE OF IDAHO                    )  
  : ss.  
County of   KOOTENAI   )

On this   26th   day of   MARCH  , 1991, before me,  
John I. Mushlitz, a Notary Public in and for the State of Idaho,  
personally appeared JACK C. DURDY, known or identified to me to  
be the person whose name is subscribed to the within instrument,  
and acknowledged to me that he executed the same.

WITNESS my hand and official seal hereto affixed the day and  
year first above written.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at   Coeur d'Alene    
Commission Expires   2-22-96