

AS JUN 24 1991 9 10

CERTIFICATE OF LIMITED PARTNERSHIP

STATE OF IDAHO)
)
County of Bonneville) :SS.

We the undersigned, desire to form a limited partnership pursuant to the laws of the State of Idaho, certify as follows:

1. The name of the partnership is Turley Family Investment Limited Partnership.

2. The purpose of the partnership is to carry on, in the State of Idaho and elsewhere, business primarily related to Real Estate acquisitions, lease, sell, etc., and any other businesses lawful within the State of Idaho.

3. The principal place of business of the partnership is 840 Kinswood Street, Idaho Falls, Idaho, 83401. The registered agent is Kenneth W. Turley, at that address.

4. The name and place of residence of each general partner interested in the partnership is as follows:

<u>Name</u>	<u>Place of Residence</u>
Kenneth W. Turley	840 Kinswood Street Idaho Falls, Idaho.
Sharon J. Turley	840 Kinswood Street Idaho Falls, Idaho.

The name and place of residence of each limited partner interested in the partnership is as follows:

<u>Name</u>	<u>Place of Residence</u>
Sharon J. Turley, as custodian for Jennifer Turley	840 Kinswood Street Idaho Falls, Idaho
Sharon J. Turley, as custodian for Rebecca Turley	840 Kinswood Street Idaho Falls, Idaho
Sharon J. Turley, as custodian for Kenneth R. Turley	840 Kinswood Street Idaho Falls, Idaho
Sharon J. Turley, as custodian for Matthew G. Turley	840 Kinswood Street Idaho Falls, Idaho
Sharon J. Turley, as custodian for Benjamin J. Turley	840 Kinswood Street Idaho Falls, Idaho

5. The term of the partnership is to exist from November 1, 1985 until the date of death of the named general partners unless earlier terminated as provided in the partnership agreement.

6. The property contributed by the limited partners is an undivided interest in a piece of real property received as a gift. The value of that real property is \$95,000.00. (See paragraph 9 below for division of interest.

7. The limited partners have not agreed to make any additional contributions.

8. The contribution of each limited partner is to be returned to him or her upon the sale of the partnership property, or upon dissolution of the partnership.

9. The share of the profits or other compensation by way of

income, which each limited partner shall receive by reason of his or her contribution, is based upon the number of units or percentage of units representing partnership interest held by such limited partner, on the date of any allocation or distribution, as it bears to the total number of units issued and outstanding on such date. Initially, the partnership contemplates issuing a total of one hundred (100) units. Of those units, the limited partners shall initially receive the following:

<u>Name</u>	<u>Percentage of Total Units to be Issued</u>	<u>Value of Ltd. Partners Contribution</u>
Sharon J. Turley, as custodian for Jennifer Turley	19.60%	\$18,620.00
Sharon J. Turley, as custodian for Rebecca Turley	19.60%	\$18,620.00
Sharon J. Turley, as custodian for Kenneth R. Turley	19.60%	\$18,620.00
Sharon J. Turley, as custodian for Matthew G. Turley	19.60%	\$18,620.00
Sharon J. Turley, as custodian for Benjamin Turley	19.60%	\$18,620.00

10. With the consent of the general partner, the assignee of a limited partner's interest, or a portion thereof, may become a substituted limited partner upon the mutual written request of both the assignor and the assignee, effective on the last date of the calendar year in which such assignment is made.

11. The general partner is authorized to admit additional limited partners.

12. There is no priority given to one or more of the limited partners over other limited partners as to either contributions or compensations by way of income.

13. There is no right given to continue the business following the death of the general partner or partners. In the event of the resignation or incapacity of one general partner, the other general partner shall remain the general partner for purposes of this limited partnership.

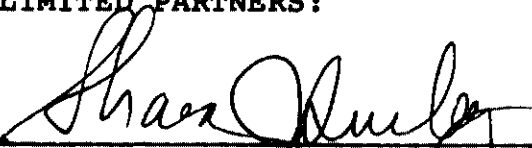
14. A limited partner does not have the right to demand and receive property other than cash in return for his contribution.

GENERAL PARTNERS:


Kenneth W. Turley


Sharon J. Turley

LIMITED PARTNERS:


Sharon J. Turley, as custodian
for Jennifer Turley, under the
Idaho Uniform Transfer to Minors
Act

Sharon J. Turley
Sharon J. Turley, as custodian
for Rebecca Turley, under the
Idaho Uniform Transfer to Minors
Act

Sharon J. Turley
Sharon J. Turley, as custodian
for Kenneth R. Turley, under the
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Sharon J. Turley
Sharon J. Turley, as custodian
for Benjamin J. Turley, under the
Idaho Uniform Transfer to Minors
Act.

Subscribed and sworn to before me this 17 day of DECEMBER,
1985.

Lana Hawary
Notary Public
Residing at:

My Commission Expires:

5-1-91