

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
UNIVERSITY COURTYARD PARTNERS, LP**

THIS CERTIFICATE OF LIMITED PARTNERSHIP is hereby adopted and filed for UNIVERSITY COURTYARD PARTNERS, LP (the "Partnership"). Accordingly, as of the Effective Date, the undersigned general partner, being more than eighteen years of age, hereby adopts the following Certificate of Limited Partnership pursuant to the Act and the Partnership Agreement for the Partnership:

1. TERMS.

1.1 "Act" means the Idaho Uniform Limited Partnership Act, as amended.

1.2 "Effective Date" means the date this Certificate of Limited Partnership is filed with the Secretary of State.

1.3 "Partnership" means UNIVERSITY COURTYARD PARTNERS, LP.

1.4 "Secretary of State" means the Secretary of State of the State of Idaho.

2. NAME OF THE LIMITED PARTNERSHIP.

The name of the Partnership is UNIVERSITY COURTYARD PARTNERS, LP.

3. PERIOD OF DURATION OF THE PARTNERSHIP.

The Partnership shall have perpetual duration, subject to being dissolved and wound up according to law as provided in the Act, or by action of the partners pursuant to the Partnership's Partnership Agreement.

4. CREDITORS LIMITED TO CHARGING ORDER.

A judgment creditor of a partner in the Partnership may, upon application and order of a court of competent jurisdiction, charge the Partnership interest of such partner with payment for the unsatisfied amount of a judgment, with interest. However, no judgment creditor of a partner shall be entitled to become a partner. Rather, to the extent a judgment creditor is the beneficiary of a charging order against a partner's interest in the Partnership, the judgment creditor shall only have the rights of an assignee of a Partnership interest, which shall be to receive, to the extent charged, only the distributions to which the partner would be entitled from the Partnership.

