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**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP**

**To the Secretary of State of Idaho,
Statehouse, Boise, Idaho 83720**

**AUG 3 10 03 AM '94
SECRETARY OF STATE**



The existing name of the limited partnership is: Parkcenter Apartment Limited
Partnership

The date on which its certificate of limited partnership was filed with the Secretary of State
was: April 14, 1993

The certificate of limited partnership is amended and restated to read:

1. The name of the limited partnership is:

(must include "Limited Partnership")

2. The name and business address of the registered agent are:

(not a P.O. Box)

3. The name and business address of each general partner are:

Name

Address

(If more space is needed, continue in item 5.)

4. The latest date on which the partnership will dissolve is: July 31, 2030

5. Other matters (optional):

The Partnership Agreement of Parkcenter Apartment Limited Partnership, dated March ____, 1993, was amended effective July 14, 1994 by the First Amendment to the Partnership Agreement, which change included interalia a change in the dissolution date of the partnership.

6. Signature of at least one general partner and all new general partners:

BY: Parkcenter Apartment Limited Partnership

BY Rental Housing, Inc. General partner

BY: R. C. Howell, President

Secretary of State use only

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