

JAN 10 1982
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LIMITED PARTNERSHIP CERTIFICATE

The undersigned subscribe to the following provisions to establish a limited partnership pursuant to Idaho law:

1. The name of the partnership is WARNICKS & CO.
2. The character of the business is to acquire, operate, and resell rental property.
3. The location of the principal place of business is P.O. Box 8174, Moscow, Idaho 83843.

4. The general partners are:

Calvin C. Warnick	and	Kathleen Warnick
Route 3, Box 202-A		Route 3, Box 202-A
Moscow, Idaho 83843		Moscow, Idaho 83843

The limited partner is:

Michael C. Greer
1212 Tamarack
Moscow, Idaho 83843

5. The partnership shall exist until it is dissolved by action of the parties or by operation of law.
6. The partners' initial contributions shall be in cash, as follows:

Calvin Warnick	\$7,500.00
Kathleen Warnick	\$7,500.00
Michael Greer	\$5,000.00

7. Additional contributions shall be made in the same ratio, to-wit:

Calvin Warnick	three-eighths (.375)
Kathleen Warnick	three-eighths (.375)
Michael Greer	one-fourth (.250)

and shall be made in such amounts and at such times as shall be determined by the general partners to be necessary for the establishment and carrying on of the partnership and the partnership business. These additional contributions are estimated to be \$400.00 monthly during 1982 and lesser amounts through 1987.

8. The contribution of the limited partner shall be returned upon his withdrawal from the partnership or upon dissolution of the partnership, whichever occurs first.

9. The partners shall receive by reason of their contributions the following shares of the profits or other compensation by way of income of the partnership:

Calvin Warnick	three-eighths (.375)
Kathleen Warnick	three-eighths (.375)
Michael Greer	one-fourth (.250)

10. The limited partner may substitute an assignee as contributor in his place only upon the express written approval of the general partners.

11. Additional limited partners may be admitted only upon the express written approval of all partners.

12. The priority of the limited partner as to contributions or compensation shall be equal to that of other limited partners, if other limited partners are admitted.


13. In the event of death, retirement, or insanity of a general partner, the remaining general partner may continue the business and shall succeed to all of the rights and obligations of the deceased, retired, or incapacitated general partner.

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

Dated this 2nd day of February, 1982.


Calvin C. Warnick


Michael C. Greer


Kathleen Warnick

State of Idaho)
) ss.
County of Latah)

Calvin C. Warnick, Kathleen Warnick, and Michael C. Greer state under oath that they are the persons named in the foregoing certificate, that they have read the same, and that the facts set forth therein are true to the best of their knowledge, information and belief.

Calvin C. Warnick

Calvin C. Warnick

Michael C. Greer

Michael C. Greer

Kathleen Warnick

Kathleen Warnick

Subscribed and sworn to before me this 2 day of February, 1982.

James R. Potts
Notary Public