

SECOND AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
SECRETARY OF STATE

MERCY HOUSING I LIMITED PARTNERSHIP

STATE OF IDAHO)
) ss.
County of Ada)

The undersigned General Partners for themselves and as attorney-in-fact for the Limited Partners herein described, desiring to amend the Certificate of Limited Partnership filed with the Idaho Secretary of State on February 5, 1982 as L00012 and the Amendment to Certificate of Limited Partnership filed with the Idaho Secretary of State July 21, 1982 as Filing No. L00012-a (collectively the "Certificate") to acknowledge the addition of a General Partner and to reflect the current addresses of the General Partners and Limited Partners, hereby certify as follows:

1. The name of the limited partnership is Mercy Housing I Limited Partnership.

2. The General Partner being added is DBSI Housing Inc., effective as of November 18, 1985.

3. The Certificate, as above described, is hereby further amended to reflect the current names, current addresses and total contributions of all of the General Partners and Limited Partners of the Partnership as follows:

<u>Name</u>	<u>Place of Residence or Business</u>	<u>Contribution</u>
DBSI Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, ID 83706	\$ 0
Mercy Housing, Inc. (General Partner)	1601 Milwaukee Denver, CO 80206	\$ 0
DBSI Housing Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, ID 83701	\$ 0
Fredric W. Birkeland (Limited Partner)	836 Sage Creek Road Nampa, ID 83651	\$19,333.34

Richard A. Blott (Limited Partner)	11802 Ridge Road Anchorage, KY 40223	\$38,666.67
Lee R. Bondurant (Limited Partner)	6600 Randolph Drive Boise, ID 83709	\$19,333.33
Wayne Coleman (Limited Partner)	5769 Marcliffe Boise, ID 83704	\$19,333.33
Paul I. Corddry (Limited Partner)	14 Edgewood Road Pittsburgh, PA 15215	\$77,333.34
DBSI Inc. (Limited Partner)	1070 N. Curtis Rd. Suite 270 Boise, ID 83706	\$19,333.33
James D. & Diane M. Foote (Limited Partner)	3848 Duncan Place Palo Alto, CA 94306	\$19,333.33
Nicholas C. Gagliardi (Limited Partner)	2039 Pony Trail Drive Newton Square, PA 10973	\$19,333.33
Ralph M. Gagliardi (Limited Partner)	1242 W. Chester Pike Suite 301 West Chester, PA 19380	\$19,333.33
Marc M. Iseri (Limited Partner)	718 S.W. 3rd Street Ontario, OR 97914	\$38,666.67
Carter A. Martin (Limited Partner)	1542 Oak Street Napa, CA 94559	\$19,333.33
Harold G. McGee (Limited Partner)	3124 Woodbrook Place Boise, ID 83706	\$19,333.33
Lynn McGlothin (Limited Partner)	2543 Beverly Boise, ID 83709	\$38,666.67
Edward J. Mulick (Limited Partner)	4001 Delmonte Dr. Boise, ID 83704	\$19,333.33
Elizabeth Jane Parker (Limited Partner)	P.O. Box 4095 Pocatello, ID 83201	\$38,666.67
Charles Robertson (Limited Partner)	2309 Clarmont Boise, ID 83702	\$19,333.33
James W. Smith (Limited Partner)	1024 Parkhill Drive Boise, ID 83702	\$38,666.67
Allison C. Sedgwick (Limited Partner)	1901 Lake Heron Lane Boise, ID 83706	\$77,333.34


Ray M. Thorpe
(Limited Partner)

1922 N. 22nd Street
Boise, ID 83702


\$19,333.33

The additions and changes enumerated in this Amended
Certificate become effective as of the dates stated hereinabove.

DBSI Inc.
(General Partner)


By: Mark A. Ellison
Secretary-Treasurer

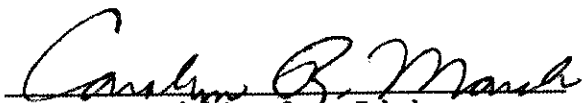
DBSI Housing Inc.
(General Partner)


By: Douglas L. Swenson
President

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the
undersigned, a Notary Public in and for said State, personally and
individually appeared MARK A. ELLISON, known to me to be the
SECRETARY-TREASURER of DBSI INC., and that he, as such officer,
being authorized so to do, executed the foregoing instrument as a
General Partner of Mercy Housing I Limited Partnership.

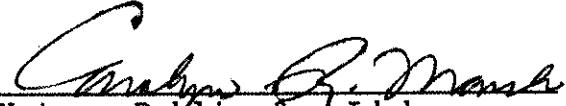
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, the day and year in this certificate first above
written.


Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: Feb. 1, 1988

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared DOUGLAS L. SWENSON, known to me to be the PRESIDENT of DBSI Housing Inc., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of Mercy Housing I Limited Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: Feb. 1, 1988

Pursuant to the special power of attorney granted to the General Partners in Article VII of the Articles of Limited Partnership of Mercy Housing I Limited Partnership, the General Partner DBSI Inc., hereby executes this Certificate for and in behalf of the following Limited Partners: Fredric W. Birkeland, Richard A. Blott, Lee R. Bondurant, Wayne Coleman, Paul I Corddry, DBSI Inc., James D. & Diane M. Foote, Nicholas, C. Gagliardi, Ralph M. Gagliardi, Marc M. Iseri, Carter A. Martin, Harold G. McGee, Lynn McGlothlin, Edward J. Mulick, Elizabeth Jane Parker, Charles Robertson, James W. Smith, Allison C. Sedgwick, and Ray M. Thorpe.


DBSI Inc.


By: Mark A. Ellison
Secretary-Treasurer

STATE OF IDAHO)
) ss
County of Ada)

On this 15th day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared MARK A. ELLISON, known to me to be the SECRETARY-TREASURER of DBSI INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of Mercy Housing I Limited Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


Notary Public for Idaho
Residence: Boise, Idaho
My commission expires: Feb 1, 1988