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CERTIFICATE OF  
SECRETARY OF STATE  
OPTIMA LIMITED PARTNERSHIP

The undersigned, desirous of forming a limited partnership pursuant to the Uniform Limited Partnership Act of the State of Idaho, hereby certify:

1. The name of the partnership is Optima Limited Partnership. The address is 1150 West State Street, Boise, Idaho 83702.
2. The purpose of the Partnership is to trade in stocks and stock options in expectation of gains and profits.
3. The registered agent for service of process in Idaho is Jerry C. Pate, 8320 Brynwood Drive, Boise, Idaho 83704.
4. The name and business address of each partner is set forth on the attached Exhibit "A".
5. The amount of cash and a description and statement of the agreed value of the other property, labor or services by each partner is set forth on Exhibit "A".
6. The partners have not agreed to make any additional contributions to the partnership.
7. A limited partner does not have the right to substitute an assignee as contributor in his place except upon the consent of the general partners, and then only upon such conditions as the general partners shall determine.
8. There is no agreement under which any partner may terminate his membership in the limited partnership.
9. No partner has the right to receive distributions of property. Each partner has the right to receive cash distributions as determined by his respective ownership interest in the Partnership.
10. The general partners may, in their sole discretion, make, and limited partners may receive when made, pro rata distributions to partners which include a return of all or any part of such partner's contribution.

11. The term of the partnership shall expire and the Partnership be dissolved and its affairs be wound up March 31, 1985. Furthermore, the existence of the Partnership shall terminate upon the occurrence of any of the following events:

(a) The disability for five consecutive business days, death or judicially declared insanity of, the voluntary or involuntary dissolution, bankruptcy or liquidation of the general partner or any other event which leaves the Partnership without a general partner and the limited partners have not consented to a replacement as provided under the statutes of the State of Idaho.

(b) The general partners' written election to dissolve and wind up the affairs of the Partnership together with an approval vote of fifty percent (50%) of the ownership interests of the Partnership.

12. The death, incapacity, withdrawal or retirement of the general partner shall not terminate the Partnership provided there is a remaining general partner, or if not, the limited partners elect a successor general partner(s) and elect to continue the Partnership business and affairs.

IN WITNESS WHEREOF, the undersigned have executed this Certificate this 7th day of December, 1983.

GENERAL PARTNER:

  
\_\_\_\_\_  
JERRY C. PATE

LIMITED PARTNERS: Gary K. EauClaire, Dale F. Nagy, R. Fred Rice, C-J Investments, Robert H. Reynolds, Jerry C. Pate, Lyle N. Pearson, Leroy E. Anderson, and Charles H. Wilson.

  
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By: JERRY C. PATE,  
Attorney-In-Fact

SCHEDULE "A"

(Attached to and forming a part of  
Optima Limited Partnership Agreement)

GENERAL PARTNER:

Name and Address	Contribution	Value	Ownership Interest
Jerry C. Pate 8320 Brynwood Boise, Idaho	expertise and investment formula	\$50,000	50% profits

LIMITED PARTNERS:

Name and Address	Contribution	Value	Ownership Interest
Gary K. EauClaire 5201 Cheyenne Ave. Boise, Idaho	cash	\$10,000	5.556
Dale F. Nagy 1931 Teal Lane Boise, Idaho	cash	\$10,000	5.556
R. Fred Rice 6191 Winstead Place Boise, Idaho	cash	\$10,000	5.556
C-J Investments c/o Steve Joyce 1401 W. Washington Boise, Idaho	cash	\$15,000	8.333
Robert H. Reynolds 5036 Bel Air Boise, Idaho	cash	\$10,000	5.556
Jerry C. Pate 8320 Brynwood Boise, Idaho	cash	\$ 5,000	2.775

Lyle N. Pearson 1846 Broadmore Drive Boise, Idaho	cash	\$10,000	5.556
Leroy E. Anderson 1377 Tanager Way Boise, Idaho	cash	\$10,000	5.556
Charles H. Wilson 578 Hearthstone Drive Boise, Idaho	cash	\$10,000	5.556