

SECRETARY OF STATE

STATE CAPITAL

Boise, Idaho

Notice is hereby given pursuant to §53-208, Idaho Code, that a limited partnership was formed June 1, 1985, under the name of Idaho Enterprises Limited Partnership, which limited partnership was formed for the purpose of holding, operating, improving and otherwise managing the property commonly known as the Lucky Inn, located at 7360 Highway 95 South, Sandpoint Idaho.

The name and address of the registered agent for service of process required to be maintained by §53-204, Idaho Code, is Irwin R. Abell, 7360 Highway 95 South, Sandpoint, Idaho 83864.

The name and business address of each partner is as follows:

General Partners: Irwin R. Abell
 Rita M. Abell
 7360 Highway 95 South
 Sandpoint, Idaho 83864

Limited Partners: Myron May
 Treva May
 812 Nursery Road
 Anderson, Indiana 46012

Prior to the formation of this limited partnership, the Lucky Inn property was owned by Lucky Inns Limited Partnership. It was assigned to the above listed limited partners who then quit claimed the property to Idaho Enterprises Limited. The equity in such property is stated to be zero dollars (\$0.00). The limited partners have contributed \$24,663.06 in funds sufficient to pay all debts and accrued liabilities along with the general partners contribution of \$8,842.00. Further, general partners will be responsible for operation and expansion of the Lucky Inn property and will be obligated to make 50% additional contributions to losses incurred by the property.

The limited partners are also under an obligation to make 50% additional contributions to losses incurred by the property.

The limited partners have the right to have their interests sold along with that of the general partners, subject to certain minimum and mandatory provisions as contained in the partnership agreement. They do not have the right to permit an assignee of an interest in the limited partnership to become a limited partner.

Provisions regarding termination of the partnership are as contained in the Idaho Limited Partnership Act and no partner has the right to receive a distribution of property instead of cash.

Partners do not have the right to a return of all or any part of their contribution, except by mutual consent.

The partnership shall dissolve in the event of retirement, death or insanity of the general partner, Irwin R. Abell.

CERTIFICATE OF LIMITED PARTNERSHIP--1

DATED this 7 day of June. 1985.

LIMITED PARTNERS:

Myron J. May
Trena V. May

GENERAL PARTNERS:

Rita M. Abell
John R. Abell

STATE OF Idaho)
County of Booner) ss.

On this 7 day of June, 1985 before me, the undersigned, a Notary Public in and for said State, personally appeared John R. Abell and Rita M. Abell husband and wife, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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

Sally G. Crow
Notary Public - 10.9.88
Residing at Sanford

STATE OF Indiana)
County of Madison) ss.

On this 28th day of June, 1985, before me, the undersigned, a Notary Public in and for said State, personally appeared Myron May and Trena May husband and wife, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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

Ralph E. Marvel
Notary Public - my commission expires 4-5-88
Residing at 10720 Hague Rd.
Albionville, IN 46060