

L 2175

RECEIVED  
SEC. OF STATE

# AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

To The Secretary of State of Idaho,  
Statehouse, Boise, Idaho 83720

The existing name of the limited partnership is: CORTEZ PARK ASSOCIATES, AN IDAHO LIMITED PARTNERSHIP

The date on which its certificate of limited partnership was filed with the Secretary of State was: April 13, 1993

The Certificate of Limited Partnership is amended and restated to read:

1. The name of the Limited Partnership is:  
CORTEZ PARK ASSOCIATES, AN IDAHO LIMITED PARTNERSHIP  
(must include "Limited Partnership")
2. The name and business address of the registered agent is:  
Blair Reiley, 191 River Street, Ketchum, ID 83340  
(not a P.O. Box)
3. The name and business address of each general partner are:

Name	Address
<u>Blair Reiley</u>	<u>P.O. Box 360, Sun Valley, ID 83353</u>
<u>Mountain West Investment Builders, Inc.</u>	<u>P.O. Box 360, Sun Valley, ID 83353</u>

(If more space is needed, continue in Item 5.)
4. The latest date on which the partnership will dissolve is: December 31, 2047
5. Other matters (optional):  
WITHDRAWING GENERAL PARTNER:

Mountain West Investment Builders, Inc. P.O. Box 360, Sun Valley, ID 83353  
Effective: July 1, 1994. This withdrawal is effective upon the admission of Gateway Institutional Tax Credit Fund, Ltd., as the Additional Limited Partner of the Partnership. The Additional Limited Partner's address shall be: c/o Raymond James Financial Center, 880 Carillon Parkway, St. Petersburg, Florida 33716, Attn: Mr. Ronald M. Diner.

6. Signatures of at least one general partner and all new general partners:  
Blair Reiley  
WITHDRAWING GENERAL PARTNER:  
MOUNTAIN WEST INVESTMENT BUILDERS, INC.  
By Blair Reiley, President

Secretary of State Use Only

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