

SEVENTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF

LEISURE VILLAGE LIMITED PARTNERSHIP

RECEIVED
SEC. OF STATE

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STATE OF IDAHO)
) ss.
County of Ada)

The undersigned General Partners of Leisure Village Limited Partnership for themselves and as attorney-in-fact for the Limited Partners, desiring to further amend the Certificate of Limited Partnership filed with the Idaho Secretary of State October 13, 1983 as Filing No. L00469 and all amendments thereto, (collectively the "Certificate") to acknowledge the assignment of one limited partnership unit, hereby certify as follows:

1. The ownership of one limited partnership unit has been transferred from Wilbur D. Vincent to The Wilbur D. and Carol J. Vincent Trust, WestOne Trust, Trustee.
2. Wilbur D. Vincent has withdrawn as a Limited Partner.
3. The Wilbur D. and Carol J. Vincent Trust has been admitted as a Limited Partner.
4. 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>Address</u>	<u>Contribution</u>
Tomlinson Realty Investment (General Partner)	P. O. Box 108 Boise, ID 83701	\$ 0
DBSI Housing Inc. (General Partner)	1070 N. Curtis Rd., Suite 270 Boise, ID 83706	\$ 0
Dr. S. Hugh Atchley	2900 Leisure Drive Boise, ID 83704	\$ 26,500
John H. & Sylvia E. Baldwin	1818 N. 29th Street Boise, ID 83702	\$ 53,000
Mr. Richard A. Blott	2524 Wendell Avenue Louisville, KY 40205	\$ 53,000
Mr. Lee R. Bondurant	P.O. Box 3481 Sunriver, OR 97707	\$ 26,500

Dr. Paul Calvin Collins	206 East Elm Caldwell, ID 83605	\$ 53,000
Dr. Joseph G. Daines, Jr.	3122 Edson Terrace Boise, ID 83705	\$ 53,000
Dr. Hugh E. Eddy	211 E. Oak Street Caldwell, ID 83605	\$ 26,500
Dr. William B. Goodman	240 S. 18th St. Pocatello, ID 83201	\$ 106,000
Mr. Peter S. Helming	2037 White Pine Lane Boise, ID 83706	\$ 53,000
Dr. Peter A. Langhus	2003 North Beach Boise, ID 83706	\$ 26,500
Mr. Thomas D. McIntyre	828 E. Pennsylvania Drive Boise, ID 83706	\$ 26,500
Dr. Edward J. Mulick	4001 Delmonte Drive Boise, ID 83704	\$ 53,000
Dr. Gerald G. Overly	5179 Fifeshire Boise, ID 83704	\$ 53,000
Mr. Larry Parberry	5926 East Jamison Place Englewood, CO 80112-2475	\$ 26,500
Mr. D. Grant Peacock	2120 One Mellon Bank Center Pittsburgh, PA 15219	\$ 53,000
Mr. W. B. Quisenberry	P.O. Box 40 Vale, OR 97918	\$ 106,000
Mr. Robert S. Richards	309 E. Highland View Dr. Boise, ID 83702	\$ 53,000
J. Keith and Bobbie S. Robertson	10094 Bannor Hill Circle Sandy, UT 84092	\$ 26,500
Dr. James W. Smith	1024 Parkhill Drive Boise, ID 83702	\$ 53,000
Dr. Thomas D. Tilden	1070 N. Curtis Rd., Suite 150 Boise, ID 83706	\$ 26,500
Dr. John B. Tweeten	2929 Mtn. Shadow Road Boise, ID 83702	\$ 53,000


The Wilbur D. and Carol J.
Vincent Trust

P.O. Box 7928
Boise, Idaho 83707

\$53,000


Dated, executed and sworn to this 31 day of December, 1990,
Boise, Idaho.

DBSI Housing Inc.
(General Partner)


By: Charles E. Hassard
Vice President -
Partnership Operations

Pursuant to the special power of attorney granted to the General Partners in Article XVIII of the Articles of Limited Partnership of Leisure Village Limited Partnership, the General Partner DBSI Housing Inc., hereby executes this Certificate for and in behalf of all the Limited Partners as follows: S. Hugh Atchley, Lee R. Bondurant, Paul Calvin Collins, Joseph G. Daines, Jr., Hugh E. Eddy, William B. Goodman, Peter S. Helming, Peter A. Langhus, Thomas D. McIntyre, Edward J. Mulick, Gerald G. Overly, Larry Parberry, D. Grant Peacock, W.B. Quisenberry, Robert S. Richards, J. Keith and Bobbie S. Robertson, James W. Smith, Thomas D. Tilden, John B. Tweeten, Wilbur D. Vincent, Richard A. Blott, John H. & Sylvia E. Baldwin, and The Wilbur D. and Carol J. Vincent Trust.

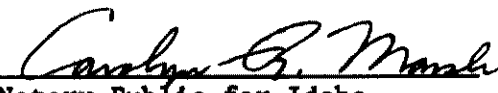
DBSI Housing Inc.


By: Charles E. Hassard
Vice President -
Partnership Operations

STATE OF IDAHO)
) ss
County of Ada)

On this 31 day of December, 1990, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared CHARLES E. HASSARD, known to me to be the VICE PRESIDENT - PARTNERSHIP OPERATIONS of DBSI HOUSING INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument.


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, 1994

STATE OF IDAHO)
) ss
County of Ada)

On this 31 day of December, 1990, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared CHARLES E. HASSARD, known to me to be the VICE PRESIDENT - PARTNERSHIP OPERATIONS of DBSI HOUSING INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument for and in behalf of all the limited partners by special power of attorney as a General Partner of Leisure Village 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, 1994