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SECRETARY OF  
STATE

CERTIFICATE OF LIMITED PARTNERSHIP

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STATE OF IDAHO )  
 )  
County of Cassia ) ss

We, the undersigned, Kenneth P. Carey and June Carey, as general partners, and Kenneth P. Carey, June Carey, Hallie Broce, Colleen McCall, George R. Carey, Alice A. Hansen, Miriam J. Frazier, Phillip Carey, Nancy E. Bean, Wilford K. Carey, and Helen J. Vernon, as limited partners, being desirous of forming a limited partnership, pursuant to the laws of the State of Idaho, and being severally duly sworn, do hereby certify:

1. That the name of said partnership shall be Carey Family Limited Partnership.

2. That the character of the business intended to be transacted by the said partnership is as follows: To engage in farming, including the purchase, sale, and renting of real estate and investing funds belonging to the said partnership, together with any and all activities appropriate and relative thereto.

3. The name and address of the registered agent for service of process required to be maintained by Idaho Code Section 53-204 is Kenneth P. Carey, Route 2 Box 2106, City of Burley, County of Cassia, State of Idaho.

4. The name and business address of each general partner interested in said partnership are as follows:

Kenneth P. Carey	Route 2 Box 2106 Burley, ID 83318
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June Carey	Route 2 Box 2106 Burley, ID 83318
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The name and business address of each limited partner interested in said partnership are as follows:

Kenneth P. Carey	Route 2 Box 2106 Burley, ID 83318
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June Carey	Route 2 Box 2106 Burley, ID 83318
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BEDKE & WHIFFLE  
ATTORNEYS AT LAW  
P. O. Box 249  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 678-5674

BEDKE & WHIPPLE  
ATTORNEYS AT LAW  
P. O. Box 249  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 678-8874

- 1 Hallie Broce Route 1 Box 345K  
2 Riverton, WY 82501
- 3 Colleen McCall 1300 Burton Avenue  
4 Burley, ID 83318
- 5 George R. Carey 1880 Cadillac  
6 Meridian, ID 83642
- 7 Alice A. Hansen 2231 Conant Avenue  
8 Burley, ID 83318
- 9 Miriam J. Frazier 206 East Bonneville Dr.  
10 Bountiful, UT 84010
- 11 Phillip Carey Route 2 Box 2106  
12 Burley, ID 83318
- 13 Nancy E. Bean 400 North 430 East  
14 Lindon, UT 84062
- 15 Wilford K. Carey Route 6 Box 53  
16 Hood River, OR 97031
- 17 Helen J. Vernon 9167 Independence Avenue  
18 Independence, MO 64053
- 19 5. The general partners agree to contribute 20% of the  
20 net value of the real estate listed on Exhibit "A" to the partner-  
21 ship as a contribution for their general partnership interest and  
22 Kenneth P. Carey and June Carey further agree to contribute as  
23 limited partners in said partnership 80% of the net value of the  
24 real estate set out in Exhibit "A" attached hereto. That the  
25 agreed value of the general partnership interest is \$176,000.00,  
26 and the agreed value of the limited partnership interest is  
27 \$704,000.00. That the remaining limited partners, Hallie Broce,  
28 Colleen McCall, George R. Carey, Alice A. Hansen, Miriam J. Frazier,  
29 Phillip Carey, Nancy E. Bean, Wilford K. Carey, and Helen J.  
30 Vernon, each agree to contribute \$1.00 cash.
- 31 6. No partner is obligated to make any additional  
32 contribution to the partnership but additional contributions may  
be made upon the mutual consent of all partners.
7. No limited partner may assign his interest to one  
not a limited partner except that the same may be inherited by his  
heirs or upon mutual agreement of all partners. The interest of

BECKE & WHIPPLE  
ATTORNEYS AT LAW  
P. O. BOX 249  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 878-8874

1 any limited partner may be transferred to another limited partner  
2 within the partnership at any time.

3 8. A partner may terminate his membership in the  
4 limited partnership only with the unanimous consent of all the  
5 other partners and upon terms then to be agreed upon.

6 9. No partner shall receive a distribution of property  
7 from the limited partnership except upon the death of both of the  
8 general partners.

9 10. No partner shall have the right to receive, or of  
10 a general partner to make, distributions to a partner which  
11 include a return of all or any part of the partner's contribution,  
12 except upon unanimous consent of the partners.

13 11. The partnership may be dissolved and its affairs  
14 settled at any time with the consent of all the partners or upon  
15 the death of both general partners, whichever occurs later.

16 12. Upon the death of one of the general partners, the  
17 surviving general partner may continue to conduct the business of  
18 the partnership. Upon the death of both general partners, all  
19 surviving limited partners become general partners.

20 13. Additional limited partners may not be admitted  
21 without the consent of all the partners except by inheritance.

22 DATED this 29th day of December, 1982.

23 CAREY FAMILY LIMITED PARTNERSHIP

24 General Partners:

25  
26 Kenneth P. Carey  
27 Kenneth P. Carey

28  
29 Jane Carey  
30 Jane Carey

31  
32

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ATTORNEYS AT LAW  
P. O. Box 248  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 678-9874

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Limited Partners:

Kenneth P. Carey  
Kenneth P. Carey

June Carey  
June Carey

Hallie Broce  
Hallie Broce

Colleen McCall  
Colleen McCall

George R. Carey

Alice A. Hansen  
Alice A. Hansen

Miriam J. Frazier  
Miriam J. Frazier

Phillip L. Carey  
Phillip Carey

SUBSCRIBED AND SWORN TO before me this 29th day of  
December, 1982.

Jana McMill  
Notary Public for Idaho  
Residing at Hyburn, Idaho

Limited Partner:

George R. Carey  
George R. Carey

SUBSCRIBED AND SWORN TO before me this 30 day of December, 1982.

Dith Zellner  
Notary Public for Idaho  
Residing at Besse, Idaho

Limited Partner:

Nancy E. Bean  
Nancy E. Bean

SUBSCRIBED AND SWORN TO before me this 25 day of December, 1982.

Norma O. Brown  
Notary Public for Utah  
Residing at London, Utah  
My Comm. Expires 4/30/83

Limited Partner:

Helen J. Vernon  
Helen J. Vernon

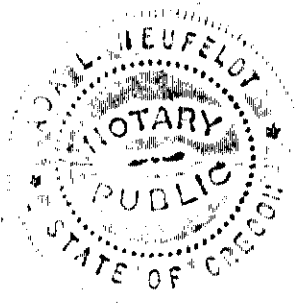
SUBSCRIBED AND SWORN TO before me this 21 day of December, 1982.

**DEBBIE RHOADS**  
Notary Public - State of Missouri  
Commissioned in Jackson County  
My Commission Expires May 26, 1985

Debbie Rhoads  
Notary Public for Missouri  
Residing at Lodge Missouri

Wilford K. Carey

SUBSCRIBED AND SWORN TO before me this 28<sup>th</sup> day of December, 1982.



Ada L. Neufeldt  
Notary Public for Oregon  
Residing at Wood River Oregon  
My Commission Expires  
11/24/84



PROPERTY CONTRIBUTIONS  
OF  
CAREY FAMILY LIMITED PARTNERSHIP

- 1
- 2 Parcel 1: Lot 15 in Block 168 of the Burley Townsite, Cassia
- 3 County, Idaho, as the same is platted in the offi-
- 4 cial plat thereof, now of record in the office of
- 5 the Recorder of said County.
- 6
- 7 Parcel 2: Lot 14 in Block 168 of the Burley Townsite, Cassia
- 8 County, Idaho, as the same is platted in the offi-
- 9 cial plat thereof, now of record in the office of
- 10 the Recorder of said County.
- 11
- 12 Parcel 3: Lot 12 in Block 20 of the MILLER'S FIRST ADDITION,
- 13 to the City of Burley, Idaho, as the same is platted
- 14 in the official plat thereof, now of record in the
- 15 office of the County Recorder of the County of
- 16 Cassia, State of Idaho.
- 17
- 18 Parcel 4: 1826 Overland Avenue: Lot Eleven (11) of Block
- 19 Twenty (20) of Miller's First Addition to the City
- 20 of Burley, County of Cassia, State of Idaho, accord-
- 21 ing to the official plat thereof now of record in
- 22 the office of the County Recorder, Cassia County,
- 23 Idaho.
- 24
- 25 Parcel 5: 1834 Overland Avenue: Lot 10, Block 20, Miller's
- 26 First Addition, Burley, Idaho.
- 27 Subject to Veteran's Administration Loan
- 28 Included therein is all buildings and improvements
- 29 located thereon, together with all dower, homestead,
- 30 or other marital rights, if any.
- 31
- 32 Parcel 6: Township 10 South, Range 23 East, Boise Meridian
- Section 29: A parcel of land in the SW $\frac{1}{4}$ SW $\frac{1}{4}$ ,  
described as follows:  
Beginning at a point which is 295.16 feet South of  
the Northeast corner of the SW $\frac{1}{4}$ SW $\frac{1}{4}$  of said Section  
29; Thence West 295.16 feet; Thence South 295.16  
feet; Thence East 295.16 feet; Thence North 295.16  
feet to the Point of Beginning.  
LESS an access easement over and across the South  
35 feet.  
ALL IN CASSIA COUNTY, STATE OF IDAHO.
- 33
- 34 Parcel 7: Lot Sixteen (16) Block One Hundred Sixty-Seven (167)
- 35 of the Burley Townsite as the same is platted in
- 36 the official plat thereof now of record in the
- 37 Office of the County Recorder of Cassia County,
- 38 State of Idaho;
- 39
- 40 Parcel 8: Lot 14 in Block 164 of Burton's First Addition to
- 41 Burley, as the same is platted in the official plat
- 42 thereof, now of record in the office of the County
- 43 Recorder of the County of Cassia, State of Idaho.
- 44
- 45 Parcel 9: Lot 6 and the South Half of Lot 7 in Block 134 of
- 46 the Burley Townsite, Cassia County, Idaho, as the
- 47 same is platted in the official plat thereof, now
- 48 of record in the office of the Recorder of said
- 49 County.

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SUBJECT TO:  
Taxes for 1978 and subsequent years.  
Any assessments levied, or to be levied, by the  
City of Burley.  
Deed of Trust in favor of First Federal Savings &  
Loan Association of Twin Falls, which the grantees  
assume and agree to pay.

Parcel 10: Township 10 South, Range 23 East, Boise Meridian

Section 29: Commencing at a point 68.8 feet east  
and 689.8 feet North from the Southwest Corner of  
the NE $\frac{1}{4}$ NE $\frac{1}{4}$  of said Section 29; measuring at a right  
angle, running thence East 175 feet; Thence North  
142.5 feet; Thence West 175 feet; Thence South  
142.5 feet;  
Excepting therefrom the Westerly 40 feet of said  
property deeded to the City of Burley for street  
purposes.

Parcel 11: Lot 9 in Block 15 of the SUBURBAN PARK ADDITION NO.  
4 to the City of Burley, as the same is platted in  
the official plat thereof, now of record in the  
office of the County Recorder, County of Cassia,  
State of Idaho.

SUBJECT TO:  
Taxes for the year 1977 and subsequent years.  
Restrictive Covenants of SUBURBAN PARK ADDITION No.  
4, dated July 3, 1973, recorded January 22, 1974,  
as Instrument No. 74466 on Film No. 86, records of  
Cassia County, Idaho.

Deed of Trust to Title and Trust Company, an Idaho  
corporation, herein called Trustee, and First  
Federal Savings and Loan Association of Twin Falls,  
as Beneficiary, dated April 22, 1975, executed by  
Jed C. Braegger and Katherine Lee Braegger, husband  
and wife, to secure the sum of \$17,500.00 and  
future advances, according to note of even date,  
recorded April 23, 1975, as Instrument No. 82875 on  
Film No. 95, records of Cassia County, Idaho.

Parcel 12: Township 11 South, Range 23 East, Boise Meridian

Section 6: Part of Lot 2, described as follows:  
Beginning at a point where the Burley Irrigation  
District lateral crosses the North boundary line of  
said Lot 2, Section 6, Twp. 11 S., Rge. 23, E.B.M.;  
Thence running East 219 feet; thence South 390  
feet; Thence West 219 feet, more or less, to the  
Burley Irrigation District lateral; Thence North  
along said lateral 390 feet to the Place of Beginn-  
ing. ALL IN CASSIA COUNTY, STATE OF IDAHO.

SUBJECT TO:  
General taxes for the year 1978, and subsequent  
years. Assessments of the Burley Irrigation District,  
and the rights and powers of said District as by  
law provided.

Parcel 13: Lots 7 and 8 in Block 167 of the Burley Townsite,  
Cassia County, Idaho, as the same is platted in the  
official plat thereof, now of record in the office  
of the Recorder of said County.

SUBJECT TO:  
Taxes for 1981 and subsequent years.  
Any assessments levied, or to be levied, by the City  
of Burley.

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ATTORNEYS AT LAW  
P. O. BOX 249  
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- 1 Parcel 14: Lot 9 in Block 134 of the Burley Townsite, Cassia  
2 County, Idaho, as the same is platted in the official  
3 thereof, now of record in the office of the Recorder  
4 of said County.
- 4 Parcel 15: Lot 5, Block 50, Burley Townsite, Cassia County,  
5 Idaho, as the same is platted in the official plat  
6 thereof, now of record in the office of the Recorder  
7 of said County.
- 6 Parcel 16: Beginning at a point 80 feet East of the Northeast  
7 corner of Lot 1 of the SOUTHERN ADDITION to the City  
8 of Burley, Cassia County, Idaho, as the same is  
9 platted in the official plat thereof, now of record  
10 in the office of the Recorder of said County, which  
11 point is on the East Boundary line of Yale Avenue  
12 and the South right-of-way line of West 21st Street  
13 in the City of Burley; thence Southerly along the  
14 East line of said Yale Avenue, a distance of 103.86  
15 feet to the TRUE POINT OF BEGINNING:  
16 Thence East a distance of 125 feet, more or less, to  
17 the West line of the alley; Thence South along the  
18 extended West alley line of Block 20 of the YALECREST  
19 ADDITION to the City of Burley, a distance of 100.0  
20 feet; Thence Westerly a distance of 125 feet more or  
21 less to the East line of Yale Avenue; Thence North-  
22 erly along said East line of Yale Avenue, a distance  
23 of 100.0 feet to the POINT OF BEGINNING.  
24 ALL IN CASSIA COUNTY, STATE OF IDAHO.  
25 SUBJECT to the assessments of the Burley Irrigation  
26 District and the rights and powers of said District  
27 as by Law provided.
- 18 Parcel 17: Lot 16 in Block 168 of the BURLEY TOWNSITE, as the  
19 same is platted in the official plat thereof, now  
20 of record in the office of the County Recorder of  
21 the County of Cassia, State of Idaho.
- 20 Parcel 18: An undivided one-half ( $\frac{1}{2}$ ) interest in and to the  
21 following property:  
22 Deed of Record from Amalgamated Sugar Company to  
23 Kenneth P. Carey  
24 Lots 6, 7, 8, 14, 15, 16, Block 66, Burley Townsite  
25 Lot 11, Block 49, Burley Townsite  
26 Lots 1, 2, & 3, Block 50, Burley Townsite  
27 Lots 9 thru 16, Block 17, Burley Townsite  
28 Lots 1 thru 16, Block 18, Burley Townsite
- 25 Parcel 19: The Northeast Quarter of the Northwest Quarter  
26 ( $NE\frac{1}{4}NW\frac{1}{4}$ ) of Section Thirty-six (36), Township Ten  
27 (10) South, Range Twenty-two (22) East of the Boise  
28 Meridian, together with all water rights and other  
29 rights thereunto belonging or in anywise appertain-  
30 ing; SAVING AND EXCEPTING THEREFROM, the following  
31 described two parcels of real property, to-wit:  
32 (1) That part of the  $NE\frac{1}{4}NW\frac{1}{4}$  of said Section 36,  
Twp. 10 South, Range 22 EBM lying South and East  
of the U.S.R.S. H. Canal containing approximately  
two acres, and

BEDKE & WHIFFLE  
ATTORNEYS AT LAW  
P. O. BOX 249  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 678-9974

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(2) That part of the  $W\frac{1}{2}NE\frac{1}{4}NW\frac{1}{4}$  of said Section 36, Twp. 10 South, Range 22 EBM beginning at the northwest corner of the  $NE\frac{1}{4}NW\frac{1}{4}$  of said Section 36, thence South  $0^{\circ}43'$  West along the West Boundary of the said  $NE\frac{1}{4}NW\frac{1}{4}$  of said Section 36 a distance of 253.8 feet; thence North  $84^{\circ}59'$  East 286 feet; thence North  $0^{\circ}43'$  East 228.8 feet to a point on the North Boundary Line of the said  $NE\frac{1}{4}NW\frac{1}{4}$ ; thence West along said Boundary Line 284.75 feet to the true point of beginning.

ALSO SAVING AND EXCEPTING therefrom any and all water rights and other rights appurtenant to or in anywise appertaining to the said parcels of real estate, title to which is herein reserved in the Grantors as Co-Executors and Trustees of the Estate of John T. Craner, Deceased. Included therein is all buildings and improvements located thereon, together with all dower, homestead or marital rights, if any. Save and excepting that portion of Land deeded to Gary McCall and Colleen McCall, husband and wife, as recorded on the records of Cassia County, Film 98 Document No. 86440 dated October 28, 1975.

Parcel 20: Lot 3 of Block 4 and the North 15 feet of Lot 4 of Block 4 of the Southwest Addition to the Burley Townsite, Cassia County, Idaho, as the same is platted in the official plat thereof, now of record in the office of the Recorder of said County.

Parcel 21: Township 11 South, Range 23 East, Boise Meridian  
Section 4:  $N\frac{1}{2}SW\frac{1}{4}$   
SUBJECT to the assessments of the Burley Irrigation District and the rights and powers of said District as by law provided.  
SUBJECT to a Mortgage to The Equitable Life Assurance Society of the United States, dated May 25, 1976, executed by Charles L. Taylor and L. Lovell Taylor, husband and wife, to secure the sum of \$75,000.00 according to note of even date, recorded June 18, 1976, as Instrument No. 91445 on Film No. 102, records of Cassia County, Idaho, which the party of the second part assumes and agrees to pay.  
SAVE AND EXCEPTING the following:  
Section 4: Part of the  $NW\frac{1}{4}SW\frac{1}{4}$  described as follows: Beginning at the NW corner of the  $NW\frac{1}{4}SW\frac{1}{4}$  of said Section 4, thence South  $1^{\circ}01'$  West along section line for 50.0 feet to a point, which shall be the True point of beginning. Thence South  $89^{\circ}47'42''$  East for 220.18 feet parallel to the quarter section line to a point; thence South  $0^{\circ}31'30''$  West for 117.33 feet to a point; thence North  $89^{\circ}52'18''$  East for 124.65 feet to a point; thence South  $1^{\circ}01'$  West for 17.96 feet to a point; thence North  $89^{\circ}52'18''$  East for 68.73 feet to a point; thence South  $1^{\circ}01'$  West for 195.90 feet to a point; thence South  $89^{\circ}52'18''$  West for 414.59 feet to a point on section line; thence North  $1^{\circ}01'$  East for 332.44 feet to the True point of beginning.  
Contains 2.60 acres and is subject to a 25.0 foot wide county road Right-of-way along the West side.

BEDKE & WHIPPLE  
ATTORNEYS AT LAW  
P. O. Box 248  
BURLEY, IDAHO 83318  
TELEPHONE: (208) 678-8874

- 1 Parcel 22: Township 10 South, Range 23 East Boise Meridian
- 2 Section 32: That part of the  $W\frac{1}{2}SW\frac{1}{4}$ , more particu-
- 3 larly described as follows:
- 4 All of that land that lies South and East of that
- 5 certain lateral of the Burley Irrigation District,
- 6 which is described and designated as J27L Lateral,
- 7 which runs in a Southwesterly and Northeasterly
- 8 direction across the above described property.
- 9 Included therein is all building and improvements
- 10 located thereon, together with all dower, homestead
- 11 or other marital rights, if any.
- 12 ALL IN CASSIA COUNTY, STATE OF IDAHO.
- 13
- 14 Parcel 23: Township 10 South, Range 22 East Boise Meridian
- 15 Section 19: Government Lots 1 and 2
- 16 Section 20: All that part of the  $W\frac{1}{2}SW\frac{1}{4}$  described
- 17 as follows: Commencing at the Southwest corner of
- 18 said Section 20, running thence East 1110 feet,
- 19 thence North 664 feet, thence West 383 feet, thence
- 20 North to the South shore line of the Milner Dam
- 21 Reservoir, thence Southwesterly along said South
- 22 shore line to the Section line between said Sections
- 23 19 and 20, thence South to the place of beginning.
- 24 ALL IN CASSIA COUNTY, STATE OF IDAHO.
- 25
- 26 Parcel 24: An undivided one-half interest in and to the follow-
- 27 ing property:
- 28 Township 11 South, Range 23, East Boise Meridian
- 29 Section 5:  $S\frac{1}{2}NE\frac{1}{4}$  EXCEPT beginning at the Northwest
- 30 corner of the  $S\frac{1}{2}NE\frac{1}{4}$  of said Section 5, thence South
- 31 270 feet; thence East 235 feet; thence North 270
- 32 feet; thence West 235 feet to the point of beginning.
- And also EXCEPTING that portion of the said  $S\frac{1}{2}NE\frac{1}{4}$
- deeded to the State of Idaho for Highway purposes.
- ALL IN CASSIA COUNTY, STATE OF IDAHO.
- SUBJECT to the assessments of the Burley Irrigation
- District and the rights and powers of said District
- as by law provided.
- 33
- 34 Parcel 25: One-half interest in the following:
- 35 Part of Lot 2 in Section 5, Township 11 South,
- 36 Range 23 East Boise Meridian, described as follows,
- 37 to-wit:
- 38 Beginning at a point on the North line of said Lot
- 39 2 548.47 feet East of the Northwest corner; Thence
- 40 East along the said North line 699.1 feet to the
- 41 West line of the Thurman A. Kidd property; Thence
- 42 South 738.42 feet to the North line of the Race
- 43 Track Property; Thence West along the said North
- 44 line of the Race Track property 699.1 feet; Thence
- 45 North 738.42 feet, more or less, to the North
- 46 boundary line of the said Lot 2 and the True Point
- 47 of Beginning.
- 48 ALL IN CASSIA COUNTY, STATE OF IDAHO.