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CERTIFICATE OF LIMITED PARTNERSHIP
SECRETARY OF
STATE
OF

TIEGS FAMILY FARMS
LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Idaho and being all the members of such limited partnership, having signed and sworn to this Certificate, certify as follows:

1. Name. The name of the limited partnership is TIEGS FAMILY FARMS LIMITED PARTNERSHIP.

2. Business. The character of the business of the partnership is as follows:

(a) To carry on the real estate business. (i) To acquire (by purchase, exchange, lease, hire or otherwise), hold, own, subdivide, develop, improve, manage, operate, let as lessor or sublessor, sell, convey, mortgage and encumber, either alone or in conjunction with others, as partners, joint venturers or otherwise, real estate of every kind, character and description whatever, wherever located, and interests of all kinds therein; and (ii) to carry on the business of managing agent, broker, finder, consultant and all other functions in connection therewith.

(b) To deal in personal property. (i) To acquire by purchase, subscription, exchange, lease, hire and every other method; (ii) to hold, own, mortgage, pledge, hypothecate, exchange, vote, use, manage and place in voting trust; (iii) to sell, assign and otherwise dispose of, and (iv) in every other manner to obtain, use and dispose of and deal in and with, either alone or in conjunction with others, as partners, joint venturers or otherwise, personal property of every kind, tangible or intangible, wherever situated, and interests of every kind therein.

(c) To act on own account or for others. To accomplish any of the foregoing purposes for its own account or as a nominee, agent or trustee for other individuals, partnerships, corporations or other entities.

3. The Name and Address of Registered Agent. The registered agent of the partnership is Elmer Tiegs, whose address is Route 4, Box 4233, Nampa, Idaho 83651.

GIGRAY, MILLER, DOWDEN & WESTON
ATTORNEYS AT LAW
578 AND DEARBORN STS. - P.O. Box 648
CALDWELL, IDAHO 83408-0648

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4. Names, Addresses and Designations of Partners.

Elmer Tiegs, Route 4, Box 4233, Nampa, Idaho 83651
As a general partner - 3%
As a limited partner - 47%

Esther Tiegs, Route 4, Box 4233, Nampa, Idaho 83651
As a general partner - 3%
As a limited partner - 47%

5. Contributions by Partners. Real property located in Canyon County, State of Idaho, of an agreed value by the partners of \$800,000.00.

6. Additional Contributions by Partners. Limited partners are not required to make additional contributions to capital.

7. Transfer of Partnership Interest.

(a) A general or limited partner may assign his interest in the partnership to another person with the unanimous approval of all the partners.

(b) A general or limited partner may transfer or dispose of his interest by Will or intestacy to, or for the benefit of, deceased partner's immediate family or transfer the same during his lifetime, by gift or inter vivos trust to, or for the benefit of, the partner's immediate family.

8. Right of Partners to Receive Distributions. A partner shall not have the right to receive, nor shall a general partner have the right to make distribution to, a partner of all or any of the partner's contribution to capital, except with the unanimous consent of all the partners or upon the dissolution of the partnership.

9. Priorities Among Limited Partners. No limited partner has been given the right to priority over any other limited partner for any purpose whatsoever.

10. Dissolution and Termination. The partnership shall terminate upon the retirement, death, insanity, bankruptcy or insolvency of a general partner except as hereinbefore set out in paragraph 7(b).

11. Right to Receive Property Other Than Cash. No limited partner is given the right to demand and receive property other than cash in return for his contribution, except that, upon dissolution of the partnership if the general partners deem it in the best interests

