

JUN 15 8 49 AM '83  
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT NO. TWO TO  
CERTIFICATE OF LIMITED PARTNERSHIP FOR  
NORTHWOOD ASSOCIATES, A LIMITED PARTNERSHIP

The Certificate of Limited Partnership for Northwood Associates, a limited partnership dated January 21, 1982, and approved, filed and admitted to the corporation records of the State of Idaho on February 2, 1982, as amended November 16, 1982 and which amendment was admitted to the records of the State of Idaho on December 29, 1982, is hereby further amended and supplemented under Idaho Code §53-209, as follows:

1. Withdrawal of General Partner. Ketchum Investment Group has withdrawn as a general partner of the partnership leaving Trail Creek Company, Inc. the sole general partner.

2. Affirmation. Except as provided herein to the contrary, the Certificate of Limited Partnership for Northwood Associates, a limited partnership, as amended, is affirmed in all respects.

IN WITNESS WHEREOF this Certificate of Amendment No. Two is executed on June 6, 1983 in accordance with Idaho Code §53-211.

GENERAL PARTNER: TRAIL CREEK COMPANY, an Idaho corporation  
By Ronald J. Sharp  
Ronald J. Sharp, President

STATE OF Idaho )  
COUNTY OF Blaine ) ss.

On this 6th day of June, 1983, before me, the undersigned, a Notary Public in and for said State, personally appeared RONALD J. SHARP known to me to be the President of the corporation that executed the foregoing instrument, and acknowledged to me that such corporation executed the same.

WITNESS my hand and official seal.

Judith Deffen  
Notary Public for Idaho  
Residing at Ketchum

IN WITNESS WHEREOF, the undersigned limited partners have executed this Certificate of Amendment No. Two to the Certificate of Limited Partnership for Northwood Associates, a limited partnership, as of the 6 day of June, 1983.

KETCHUM INVESTMENT GROUP,  
a partnership

By

  
Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-  
in-fact

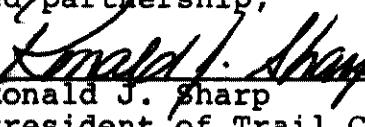
M.M.S. INVESTMENTS, a  
partnership

By

  
Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

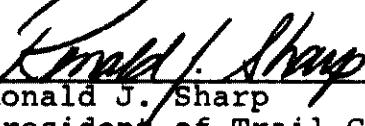
NORTHWOOD INVESTMENTS, a  
limited partnership

By

  
Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

BARLOW REALTY COMPANY

By

  
Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

SHEARWATER CORPORATION

Ronald J. Sharp  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

Frank E. Pearson by Ronald J. Sharp  
Frank E. Pearson  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

Louis Mallane by Ronald J. Sharp  
Louis Mallane  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

Donald R. Atkinson by Ronald J. Sharp  
Donald R. Atkinson  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

Stanton E. Atkinson by Ronald J. Sharp  
Stanton E. Atkinson  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

FIRST INTERSTATE BANK OF IDAHO  
Trustee of Sun Valley Shopping  
Center Profit Sharing Trust  
for the account of Donald R.  
Atkinson

Ronald J. Sharp  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

FIRST INTERSTATE BANK OF IDAHO  
Trustee of Sun Valley Shopping  
Center Profit Sharing Trust  
for the account of Stanton E.  
Atkinson

Ronald J. Sharp  
By: Ronald J. Sharp  
President of Trail Creek  
Company, its attorney-in-  
fact

STATE OF IDAHO )  
COUNTY OF Blaine ) ss.

On this 6<sup>th</sup> day of June, 1983 before me, a Notary Public in and for said State, personally appeared RONALD J. SHARP, known to me to be the President of Trail Creek Company, which corporation's name is subscribed to the within instrument as the Attorney in Fact of KETCHUM INVESTMENT GROUP and acknowledged to me that as President of Trail Creek Company he subscribed the names of KETCHUM INVESTMENT GROUP, M.M.S. INVESTMENTS, NORTHWOOD INVESTMENTS, BARLOW REALTY COMPANY, DONALD R. ATKINSON, STANTON E. ATKINSON, FIRST INTERSTATE BANK OF IDAHO, Trustee of Sun Valley Shopping Center Profit Sharing Trust for the account of Donald R. Atkinson, FIRST INTERSTATE BANK OF IDAHO, Trustee of Sun Valley Shopping Center Profit Sharing Trust for the account of Stanton E. Atkinson, SHEARWATER CORPORATION, FRANK E. PEARSON and LOUIS MALLANE, thereto as principal, and the Corporation's name as attorney in fact for the said principals.

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

Jedidah Diller  
Notary Public for Idaho  
Residing at Tetonia

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