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1 Charles W. Schabacker, M.D.
2 666 Shoshone Street North
Twin Falls, Idaho 83301

3 Robert S. Lobb, M.D.
4 666 Shoshone Street North
Twin Falls, Idaho 83301

5 Marley D. Jackman
6 666 Shoshone Street North
Twin Falls, Idaho 83301

7 Rocco C. deVilliers
8 666 Shoshone Street North
Twin Falls, Idaho 83301

9 John L. Hayden
666 Shoshone Street North
Twin Falls, Idaho 83301

10
11 Limited Partners

12 Donald G. Pica Retirement Trust
13 666 Shoshone Street North
Twin Falls, Idaho 83301

14 John L. Shuss Retirement Trust
666 Shoshone Street North
Twin Falls, Idaho 83301

15 Jerome R. Rees Retirement Trust
16 666 Shoshone Street North
Twin Falls, Idaho 83301

17 J. Laird Seaich Retirement Trust
18 666 Shoshone Street North
Twin Falls, Idaho 83301

19 David B. McKenzie Retirement Trust
20 666 Shoshone Street North
Twin Falls, Idaho 83301

21 (5) Each Partner contributed to the Partnership a
22 parcel of real estate having a value of \$9,500 per parcel, except
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for Rocco C. deVilliers, who contributed business supplies having an agreed value of \$9,500. There is no specific agreement as to further contributions of capital to be made by any of the Partners.

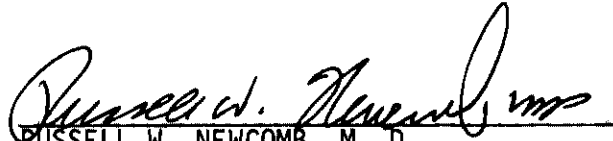
(6) A Limited Partner may substitute an assignee as a new Limited Partner in his place, either in whole or in part, with the unanimous consent of all of the other General Partners. A Limited Partner may also transfer his or her Limited Partnership interest by will, devise, gift or trust to or for the benefit of the Partners immediate family with the approval of all General Partners. In addition, any Limited Partner may transfer his or her interest in the Partnership to any other Partner with unanimous consent of all General Partners.

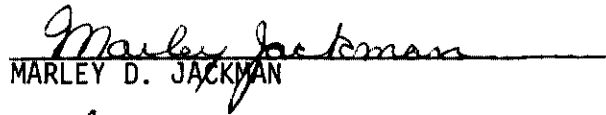
(7) A Partner may terminate his membership in the Limited Partnership at the time that he elects to retire from the Partnership or upon his incapacity or death. Further, a Partner may be expelled upon an affirmative vote of two-thirds of the General Partners. Upon such withdrawal, the remaining General Partners have the option to purchase the interest of the retiring Partner. In the event none of the Partners elect to purchase that interest, the Partner's interest shall automatically become a Limited Partnership interest. In the absence of a written Buy-Sell Agreement which sets the price of such interest, the value of the Partnership interest in question shall be equal to the fair market value of the Partnership assets minus the outstanding Partnership liabilities, multiplied by the deceased Partner's percentage of ownership in the Partnership.

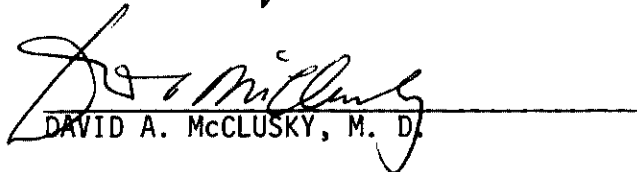
(8) Each Partner is entitled to receive an equal share of the net profit of the Partnership. Capital contributions in the form of accrued net profits may be distributed to each Partner, but no Partner may receive a distribution which includes a return of all or any part of the Partner's original contribution of \$9,500.

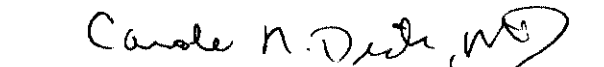
(9) Upon the retirement, death or disability of any Partner, the Limited Partnership is to be continued unless the remaining Partners elect to dissolve the Partnership.

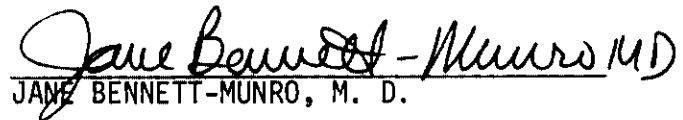
GENERAL PARTNERS:


RUSSELL W. NEWCOMB, M. D.



MARLEY D. JACKMAN


DAVID A. McCLUSKY, M. D.

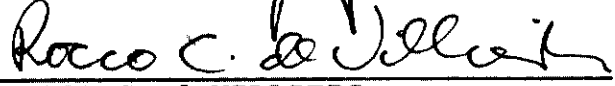

CAROLE N. DICK, M. D.


JANE BENNETT-MUNRO, M. D.

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PATRICK D. DESMOND, M.D.


DAVID M. SPRITZER, M.D.


ROCCO C. devILLIERS



CHARLES W. SCHABACKER, M.D.


ROBERT S. LOBB, M.D.


JOHN L. HAYDEN

LIMITED PARTNERS:

DONALD G. PICA RETIREMENT TRUST

By 
Donald G. Pica, M.D.

JOHN L. SHUSS RETIREMENT TRUST

By  
John L. Shuss, M.D.

JEROME R. REES RETIREMENT TRUST

By 
Jerome R. Rees, M.D.

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J. LAIRD SEAICH RETIREMENT TRUST

By *J. Laird Seaich*
J. Laird Seaich, M.D.

DAVID B. MCKENZIE RETIREMENT TRUST

By *David B. McKenzie* and
David B. McKenzie, M.D.