

JAN 10 8 40 AM '84

CERTIFICATE OF LIMITED PARTNERSHIP

JAN 10 3 50 PM '84

OF

KYLE FAMILY LIMITED PARTNERSHIP

STATE OF IDAHO )  
 ) ss.  
County of Twin Falls )

The undersigned, parties desiring to form a limited partnership, do hereby swear and certify as follows:

(a) The name of the partnership is KYLE FAMILY LIMITED PARTNERSHIP, a limited partnership.

(b) The character of the business of the partnership shall be to acquire, own, operate, develop, lease, trade in, and sell real properties and personal properties, including but not limited to equipment, vehicles, farms, ranches, rental properties and other investments acquired.

(c) The location of the principal place of business of the partnership is Route 3, Skyline Drive, Twin Falls, Idaho. The resident agent is WILLIAM D. KYLE at the same address.

(d) The name and place of residence of the general partners are as follows:

<u>NAME</u>	<u>PLACE OF RESIDENCE</u>
WILLIAM D. KYLE	Route 3, Skyline Drive, Twin Falls, Idaho
DONNA F. KYLE	Route 3, Skyline Drive, Twin Falls, Idaho

(e) The name and place of residence of each of the limited partners in the partnership is as follows:

<u>NAME</u>	<u>PLACE OF RESIDENCE</u>
WILLIAM D. KYLE	Route 3, Skyline Drive, Twin Falls, Idaho
DONNA F. KYLE	Route 3, Skyline Drive, Twin Falls, Idaho

RUSSELL G. KVANVIG  
as Trustee of the  
Kyle Family Trust  
dated September 15,  
1981.

102 Main Avenue South, Twin Falls,  
Idaho

(f) The term for which the partnership is to exist is for one year after organization and thereafter from year to year until terminated as provided by law or as provided by the Articles of Limited Partnership.

(g) The amount of cash and a description of and the agreed values of the other property contributed by each Limited Partner are as follows:

The following Limited Partners shall contribute to the partnership properties as follows:

<u>NAME</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
DONNA F. KYLE	an undivided 45% interest in the personal property described on Exhibit "A" which is attached hereto and incorporated by this reference as her community interest in said property.	\$4,500.00
WILLIAM D. KYLE	an undivided 45% interest in the personal property described on Exhibit "A" which is attached hereto and incorporated by this reference as his community interest in said property.	\$4,500.00

Effective upon the execution of the Articles of Partnership, DONNA F. KYLE donates and assigns her right and title to the following percentage interests as a Limited Partner in the partnership to the following Limited Partners:

<u>DONATION TO</u>	<u>PERCENTAGE OF PARTNERSHIP DONATED</u>
RUSSELL G. KVANVIG as trustee of the Kyle Family Trust dated September 15, 1981	1½%

Effective upon the execution of the Articles of Partnership, WILLIAM D. KYLE donates and assigns his right and title to the following percentage interest as a Limited

Partner in the partnership to the following Limited Partners:

<u>DONATION TO</u>	<u>PERCENTAGE OF PARTNERSHIP DONATED</u>
RUSSELL G. KVANVIG as trustee of the Kyle Family Trust dated September 15, 1981	1½%

Following the gifts described above, the contributions of the partners to the capital of the partnership shall be credited to the accounts of the partners as follows:

<u>GENERAL PARTNER</u>	<u>PERCENTAGE OF OWNERSHIP</u>	<u>TOTAL PERCENTAGE</u>	<u>VALUE</u>
DONNA F. KYLE	5%		450.00
WILLIAM D. KYLE	5%		450.00
Subtotal General Partner		10%	
<u>LIMITED PARTNERS</u>			
DONNA F. KYLE	43½%		3,915.00
WILLIAM D. KYLE	43½%		3,915.00
RUSSELL G. KVANVIG as trustee of the Kyle Family Trust dated September 15, 1981	3%		270.00
Subtotal Limited Partners		90%	
Total		100%	\$9,000.00

(h) No additional contribution has been agreed upon to be made by any limited partner at the present time.

(i) The contribution of any limited partner is to be returned at the end of any accounting year after at least 12 months prior written notice or upon termination and liquidation of the partnership.

(j) The share of the profits, or the other compensation by way of income, which each of the limited partners shall receive by reason of his or her contribution is as follows:

LIMITED PARTNERS

PERCENTAGE

DONNA F. KYLE

43½%

WILLIAM D. KYLE

43½%

RUSSELL G. KVANVIG  
as trustee of the Kyle  
Family Trust dated  
September 15, 1981

3%

(k) Without the prior consent of the General Partners, no limited partner has the right to substitute an assignee as contributor in his or her place.

(l) The general partners may admit one or more additional limited partners, which additional limited partners unless donees of a part of the partnership interest of the general partners, shall be required, as a condition to being admitted as a limited partner, to contribute to the capital of the partnership such amount of cash or other marketable properties as may be necessary to avoid diluting the interests of the existing limited partners.

(m) There is no right given to one or more of the limited partners to priority over any other limited partner as to contributions or as to compensation by way of income.

(n) Upon the death or incapacity of a general partner, the remaining and/or substituted general partner shall have the right to continue the partnership business or to wind up and liquidate the partnership. Upon the death or incapacity of one general partner, the surviving general partner shall become general partner.

(o) No limited partner has been given the right to demand and receive property other than cash in return for his contribution.

IN WITNESS WHEREOF, the undersigned have executed

this Certificate effective the 15th day of September, 1981.

Donna F. Kyle  
DONNA F. KYLE

Wm. D. Kyle  
WILLIAM D. KYLE

Russell G. Kvanvig Trustee  
RUSSELL G. KVANVIG, Trustee

STATE OF IDAHO                     )  
  : ss.  
County of Twin Falls            )

THE UNDERSIGNED, being first duly sworn on oath,  
state that they are the persons named in the foregoing  
CERTIFICATE OF LIMITED PARTNERSHIP, that they have read the  
same and know the contents thereof, and believe the same to  
be just, correct and true.

Donna F. Kyle  
DONNA F. KYLE

Wm. D. Kyle  
WILLIAM D. KYLE

Russell G. Kvanvig Trustee  
RUSSELL G. KVANVIG, Trustee

SUBSCRIBED AND SWORN to before me this 15th day of  
September, 1981.

Denise Williams  
Notary Public for Idaho  
Residing at Twin Falls