

CERTIFICATE OF LIMITED PARTNERSHIP

OF

4 B'S LEASING

STATE OF IDAHO )  
 ) ss.  
County of Blaine )

We, the undersigned, desiring to form a Limited Partnership, pursuant to the provisions of Chapter 2, Title 53 of the Idaho Code, as amended, do hereby certify as follows:

1. The name of the partnership is 4 B'S LEASING.
2. The general nature of the partnership business is to own, and operate an automobile leasing business and related businesses.
3. The principal place of business of the partnership is HAILEY, IDAHO.
4. The names and addresses of each general and limited partner are as follows:

GENERAL PARTNERS

H. Jack Basolo

PLACE OF RESIDENCE

Cedar Street  
Hailey, Idaho 83333

LIMITED PARTNERS

Scott L. Basolo

PLACE OF RESIDENCE

Cedar Street  
Hailey, Idaho 83333

Steve L. Clayton, as  
custodian for Terry B.  
Basolo under the Idaho  
Uniform Gifts to  
Minors Act.

Cedar Street  
Hailey, Idaho 83333

Steve L. Clayton, as  
custodian for Lon W.  
Basolo under the Idaho  
Uniform Gifts to  
Minors Act.

Cedar Street  
Hailey, Idaho 83333

5. The term of the partnership commenced on the 3rd day of January, 1977, and shall continue indefinitely until terminated in the manner provided in the Articles of Partnership.

6. A description of the original capital contributions of each partner is as follows:

<u>General Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
H. Jack Basolo	<u>10</u>	<u>10%</u>	<u>\$50.00</u>
Total	10	10%	\$50.00
<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
Scott L Basolo	30	30%	\$150.00
Steve G. Clayton, as custodian for Terry B. Basolo under the Idaho Uniform Gifts to Minors Act.	30	30%	150.00
Steve G. Clayton, as custodian for Lon W. Basolo under the Idaho Uniform Gifts to Minors Act.	<u>30</u>	<u>30%</u>	<u>150.00</u>
Total	90%	90%	\$450.00

7. The share of profits in the partnership business which each limited partner shall receive by reason of his contribution of capital is as follows: the net profits of the partnership shall be divided among all Partners in proportion to their percentage ownership of the capital of the partnership.

8. There is no agreement concerning the making of additional contributions by any limited partner, nor is there

2 - CERTIFICATE OF LIMITED PARTNERSHIP

STATE  
County  
We  
Partne  
of the  
1.  
2.  
own, ar  
busines  
3.  
HAILEY,  
4.  
partner  
GEN  
H.  
LIM  
Sco  
Ste  
CUS  
Bas  
Uni  
Min  
Ste  
CUS  
Bas  
Uni  
Min

any agreement concerning the time when the contribution of any limited partner is to be returned.


9. A limited partner may substitute his spouse, children, issue, siblings, or any member of his family, or a trust, corporation, or legal entity created primarily for the benefit of such persons, without the consent or approval of the partners. Any other substitution of a limited partner requires the consent of a majority of the general partners.

10. Additional limited partners may be admitted only upon the consent of a majority of the general partners.

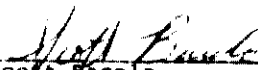
11. There are no priorities between the limited partners as to contributions or as to compensation by way of income.


12. In the event of the death or retirement of any general partner, the partnership shall be dissolved, but the remaining partners shall have the right to continue the partnership business by purchasing the deceased or retiring partner's interest in the partnership at a value to be determined by appraisal to be made by three appraisers.

DATED this 28th day of December, 1979, Hailey, Idaho.

  
H. Jack Basolo

GENERAL PARTNER

  
Scott Basolo

  
Steve A. Clayton, as custodian for  
Terry B. Basolo, under the Idaho  
Uniform Gifts to Minors Act

7-000000

Steve E. Clayton, as custodian for  
Lon W. Basolo, under the Idaho  
Uniform Gifts to Minors Act

LIMITED PARTNERSHIP

STATE OF IDAHO )  
 ) ss.  
County of Blaine )

On this 25<sup>th</sup> day of December, 1979, before me,  
the undersigned, a Notary Public, in and for said state,  
personally appeared H. JACK BASOLO, SCOTT L. BASOLO, STEVE E.  
CLAYTON, as custodian for TERRY B. BASOLO and LON W. BASOLO,  
under the Idaho Uniform Gifts to Minors Act, known to me to be  
the persons whose names are subscribed to the within  
instrument, and acknowledged to me that they executed the same.

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



My S. Webster  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC  
STATE OF IDAHO  
My Commission Expires 12/31/81  
H. Jack Basolo  
Scott L. Basolo  
Steve E. Clayton  
Terry B. Basolo  
Lon W. Basolo  
Notary Public  
Boise, Idaho  
My Commission Expires 12/31/81

710 200059

STATE OF IDAHO, }  
County of Blaine, } ss.

I, MARIE IVIE, Ex-Officio Recorder in and for said County and State, do hereby certify that the foregoing is a full, true and correct copy of that certain instrument of record in my office, as Instrument No. ....

*200059 in Book of Agreements 12-31-79*, Records of Blaine County, State of Idaho.

Witness my hand and official seal this *9* day of *September*, 19*83*.

By *Lathy Stumpf* Deputy. **MARIE IVIE** Ex-Officio Recorder.