

7900594

423 875

CERTIFICATE OF FORMATION
of
LIMITED PARTNERSHIP
of
ONE BROADBENT COMMERCE CENTER

1. The name of the limited partnership is
ONE BROADBENT COMMERCE CENTER.
2. The character of its business is to acquire, own, develop, hold, manage, and operate the real property described on Exhibit "A" hereto ("Property"); to develop, subdivide, improve, mortgage, lease, encumber, transfer or in any manner dispose of or deal with said Property, or any portion thereof, and to do and perform all things necessary or incidental to or connected with or growing out of such activities.
3. The location of its principal place of business is in care of BROADBENT DEVELOPMENT COMPANY, Managing Partner, Sonna Building, Suite 260, 910 Main Street, Boise, Idaho, 83702, or such other place in the State of Idaho as may be designated from time to time.
4. The name, place of residence and partnership interest of each member and the designation of such members as general or limited partners are as follows:

GENERAL PARTNERS:		
NAME	RESIDENCE	PARTNERSHIP INTEREST
BROADBENT DEVELOPMENT COMPANY	Sonna Building 910 Main Street Boise, Idaho 83702	50.05%

CERTIFICATE OF FORMATION
Page Two

NAME	ADDRESS	PARTNERSHIP INTEREST
REED B. TETRICK	1107 Harrison Boulevard Boise, Idaho 83702	15.0%
ROBERT E. LAMBERTON	6504 Avenida La Cuchilla, N.W. Albuquerque, New Mexico 87107	15.0%
JOHN L. HOLMQUIST	1902 North 22nd Boise, Idaho 83702	15.0%
ALICE T. BELLOMO	114 West Braemere Road Boise, Idaho 83702	1.96%
W. H. BURKE	1414 North 26th Street Boise, Idaho 83702	2.94%
LIMITED PARTNER:		
BROADBENT DEVELOPMENT COMPANY	Sonna Building, Suite 260 910 Main Street Boise, Idaho 83702	.05%

5. The term of the Partnership shall commence as of the date of this Certificate and shall remain in full force and effect until the occurrence of any of the following events ("events of dissolution"):

- (a) The liquidation or bankruptcy of BROADBENT DEVELOPMENT COMPANY, or its successors in interest.
- (b) The voluntary withdrawal of a majority in interest of the General Partners.
- (c) The sale or other disposition of the entire interest of the Partnership in the Property.
- (d) The occurrence of any other which, under applicable Idaho law, would require a dissolution of the Partnership.

6. The amount of cash, a description of and the agreed value of the property contributed by each limited Partner is as follows:

Upon completion of contributions under Plan of Development:

BROADBENT DEVELOPMENT COMPANY	A .05% interest in the Property, Exhibit "A" hereto, an agreed value of \$1,282.56
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7. Except to the extent profits are retained by the Partnership, which may result in credits to each partner's capital account, and to the extent BROADBENT DEVELOPMENT COMPANY in its capacity as a General and Limited Partner has agreed to contribute funds to complete the Plan of Development of the Property in accordance with the Plan of Development budget, the Limited Partners have agreed not to make any additional contributions.

8. For the purposes of the statutory rights of a Limited Partner to the return of his or its capital contribution, and subject to the statutory limitations on such right, the date for the return of a Limited Partner's contribution to capital shall be ninety-nine (99) years from the date of this Certificate, or upon the occurrence of one of the events of dissolution described in Paragraph 5 above, whichever event shall first occur.

9. The share of the profit or other compensation by way of income which each Limited Partner shall receive by reason of his contribution is equal to the percentage of Partnership interest of such Limited Partner as compared with the total of all Partnership interests outstanding, as set forth in Paragraph 4 above. Provided, in consideration of its excess capital contributions to the Partnership, BROADBENT DEVELOPMENT COMPANY shall receive during each year of the Partnership, a preferential distribution of net cash flow equal to ten percent (10%) of its cost.

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basis in the Property transferred by it to the Partnership, less institutional indebtedness thereon assumed by the Partnership, plus the amount of funds contributed by BROADBENT DEVELOPMENT COMPANY to the Partnership to complete the Plan of Development thereof in accordance with the Plan of Development budget. This preferential right to net cash flow is held by BROADBENT DEVELOPMENT COMPANY, ninety-nine percent (99%) in its capacity as a General Partner and one percent (1%) in its capacity as a Limited Partner.

A Limited Partner may assign his interest in the Partnership to another Partner, to the Partnership or to a third person, but there is no right to a Limited Partner to substitute a third person assignee as contributor in his place, to become a substituted Limited Partner, except with the consent of all General Partners.

11. Additional Limited Partners may be admitted on the consent of all Partners. Provided, under certain circumstances a General Partner may become a Limited Partner. Further provided, under certain conditions the Partnership may reacquire Partnership interests, and on the consent of a majority in interest of the General Partners, the Partnership may assign and transfer reacquired partnership interests to a natural person (or persons) who is then employed by BROADBENT DEVELOPMENT COMPANY. Such a person shall be admitted as a General Partner, if all of the General Partners shall agree; otherwise such person shall be admitted as a Limited Partner.

12. In the event replacement, substitute or additional Limited Partners are admitted to the Partnership, or the

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interest of a General Partner is converted to a Limited Partnership interest, BROADBENT DEVELOPMENT COMPANY would have a priority over such Limited Partners to compensation by way of net cash flow as set forth in Paragraph 9 above. In addition, in its capacity as Managing Partner, BROADBENT DEVELOPMENT COMPANY will be entitled to reimbursement of all of its reasonable costs and expenses incurred, including a reasonable portion of salaries and other expenses of its officers and employees, costs of its offices and overhead. No other right is given any Limited Partner to priority over the other Limited Partners as to contributions or as to compensation by way of income.

13. The remaining General Partners have the right, and have agreed to exercise that right, to continue the business of the Partnership upon the death, retirement or insanity of a General Partner who is a natural person.

14. A Limited Partner has no right to demand and receive property other than cash in return for his contribution.

15. The Partners, by the execution of this Certificate of Formation of Limited Partnership, hereby each constitute and appoint the Managing Partner, BROADBENT DEVELOPMENT COMPANY, as their respective agent and attorney-in-fact for the sole purpose of executing and filing on behalf of each Partner any and all amendments to this Certificate of Formation of Limited Partnership and all amendments to Certificates of Assumed Business Name which may be required to reflect conversions of general partnership interests to limited partnership

interests, termination of partnership interests, transfers of Partnership interests and admission of additional or substituted General or Limited Partners, under the conditions set forth in the Articles of Limited Partnership.

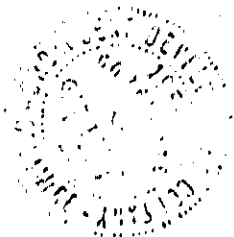
IN WITNESS WHEREOF, the undersigned have executed this Certificate as of the 1st day of January, 1977.

GENERAL PARTNERS: BROADBENT DEVELOPMENT COMPANY

ATTEST:

By Reed B. Tetrick
Reed B. Tetrick
President

Donald T. Hah
Assistant Sec.



Reed B. Tetrick
Reed B. Tetrick

Robert E. Lamberton
Robert E. Lamberton

John L. Holmquist
John L. Holmquist

W. H. Burke
W. H. Burke

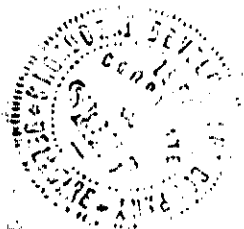
Alice T. Bellomo
Alice T. Bellomo

LIMITED PARTNER: BROADBENT DEVELOPMENT COMPANY

ATTEST:

By Reed B. Tetrick

Donald T. Hah
Assistant Sec.



STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 13th day of December, 1978, before me, a Notary Public in and for said State personally appeared REED B. TETRICK and DONALD L. HAHN, the President and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, known to me to be the persons who executed the within instrument, and acknowledged to me that they executed the same for and on behalf of said Corporation.

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

Opal E. Nally
NOTARY PUBLIC FOR IDAHO
Residence: Boise, Idaho

STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 12th day of December, 1978, before me, a Notary Public in and for said State personally appeared REED B. TETRICK, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and that he is a person over the age of twenty-one years and a citizen of the United States of America.

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

Opal E. Nally
NOTARY PUBLIC FOR IDAHO
Residence: Boise, Idaho



STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 13th day of December, 1978, before me, a Notary Public, in and for said State, personally appeared ROBERT E. LAMBERTON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and that he is a person over the age of twenty-one years and a citizen of the United States of America.

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

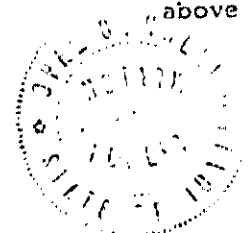


Opal E. Nally
NOTARY PUBLIC FOR IDAHO
RESIDENCE: Boise, Idaho

STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 15th day of December, 1978, before me, a Notary Public, in and for said State, personally appeared JOHN L. HOLMQUIST, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and that he is a person over the age of twenty-one years and a citizen of the United States of America.

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



Opal E. Nally
NOTARY PUBLIC FOR IDAHO
RESIDENCE: BOISE, IDAHO

STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 12th day of December, 1978, before me, a Notary Public, in and for said State, personally appeared W. H. BURKE, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same, and that he is a person over the age of twenty-one years and a citizen of the United States of America.

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



Opal G. Nally
NOTARY PUBLIC FOR IDAHO
RESIDENCE: Boise, Idaho

STATE OF Idaho)
) ss
COUNTY OF Ada)

On this 13th day of December, 1978, before me, a Notary Public, in and for said State, personally appeared ALICE T. BELLOMO, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same, and that she is a person over the age of twenty-one years and a citizen of the United States of America.

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



Jean Messerman
NOTARY PUBLIC FOR
RESIDENCE: Boise, Idaho

A PARCEL OF LAND SITUATE IN THE NORTHWEST ¼ OF SECTION 8, TOWNSHIP 3 NORTH, RANGE 2 EAST, OF THE BOISE MERIDIAN, IN THE CITY OF BOISE, ADA COUNTY, IDAHO, BOUNDED AND DESCRIBED AS FOLLOWS:
 COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 8; THENCE SOUTH 0°19'26" WEST ALONG THE WEST LINE OF SAID SECTION 8 A DISTANCE OF 1360.29 FEET; THENCE SOUTH 89°40'34" EAST A DISTANCE OF 40.0 FEET; THENCE SOUTH 89°30'23" EAST ALONG THE NORTH LINE OF IRVING STREET A DISTANCE OF 1917.46 FEET, MORE OR LESS, TO A POINT OF INTERSECTION WITH THE WEST LINE OF HILTON STREET; THENCE NORTH 0°30'18" EAST ALONG SAID WEST LINE, A DISTANCE OF 340.0 FEET, MORE OR LESS, TO A NORTHEAST CORNER OF THAT CERTAIN PARCEL OF LAND HERETOFORE CONVEYED BY UNION PACIFIC RAILROAD COMPANY TO OREGON SHORT LINE RAILROAD COMPANY, BY CORRECTION DEED DATED OCTOBER 28, 1970 AND RECORDED IN THE OFFICE OF THE RECORDER OF SAID COUNTY, JUNE 15, 1971 AS INSTRUMENT NO. 773386, IN BOOK 93 AT PAGES 1165, 1166 AND 1167, SAID POINT BEING THE SOUTHEAST CORNER OF THAT CERTAIN PARCEL OF LAND HERETOFORE CONVEYED BY UNION PACIFIC LAND RESOURCES CORPORATION TO FREDERICK R. BAGLEY, ET UX AND STANLEY V. RISHEL, ET UX, BY WARRANTY DEED DATED FEBRUARY 28, 1972, RECORDED IN THE OFFICE OF THE RECORDER OF SAID COUNTY MARCH 2, 1972 IN BOOK 112 AT PAGE 708; THENCE NORTH 89°30'23" WEST ALONG A NORTH LINE AND THE SOUTH LINE RESPECTIVELY OF SAID PREVIOUSLY CONVEYED PARCELS, A DISTANCE OF 200.0 FEET, TO THE SOUTHWEST CORNER OF SAID PARCEL PREVIOUSLY CONVEYED TO FREDERICK R. BAGLEY, ET UX AND STANLEY V. RISHEL, ET UX, SAID POINT BEING THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH 89°30'23" WEST ALONG SAID NORTH LINE OF PARCEL PREVIOUSLY CONVEYED TO OREGON SHORT LINE RAILROAD COMPANY, A DISTANCE OF 265.0 FEET, TO THE SOUTHEAST CORNER OF THAT CERTAIN PARCEL OF LAND HERETOFORE CONVEYED BY UNION PACIFIC LAND RESOURCES CORPORATION TO BROADBENT DEVELOPMENT COMPANY BY WARRANTY DEED; THENCE NORTH 0°29'37" EAST ALONG THE EAST LINE OF SAID PARCEL PREVIOUSLY CONVEYED TO BROADBENT DEVELOPMENT COMPANY, A DISTANCE OF 432.09 FEET, MORE OR LESS TO A POINT ON THE SOUTH LINE OF KENDALL STREET, SAID POINT BEING THE BEGINNING OF A NON-TANGENT CURVE CONCAVE NORTHERLY, THE CENTER OF WHICH BEARS NORTH 10°59'42" EAST A DISTANCE OF 654.87 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE AND SAID SOUTH LINE, AN ARC DISTANCE OF 266.898 FEET, MORE OR LESS, TO THE NORTHWEST CORNER OF SAID PARCEL PREVIOUSLY CONVEYED TO FREDERICK R. BAGLEY, ET UX AND STANLEY V. RISHEL, ET UX; THENCE SOUTH 0°29'37" WEST ALONG THE WEST LINE OF SAID PREVIOUSLY CONVEYED PARCEL, A DISTANCE OF 437.52 FEET, MORE OR LESS, TO THE TRUE POINT OF BEGINNING.

(1)

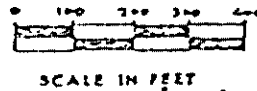
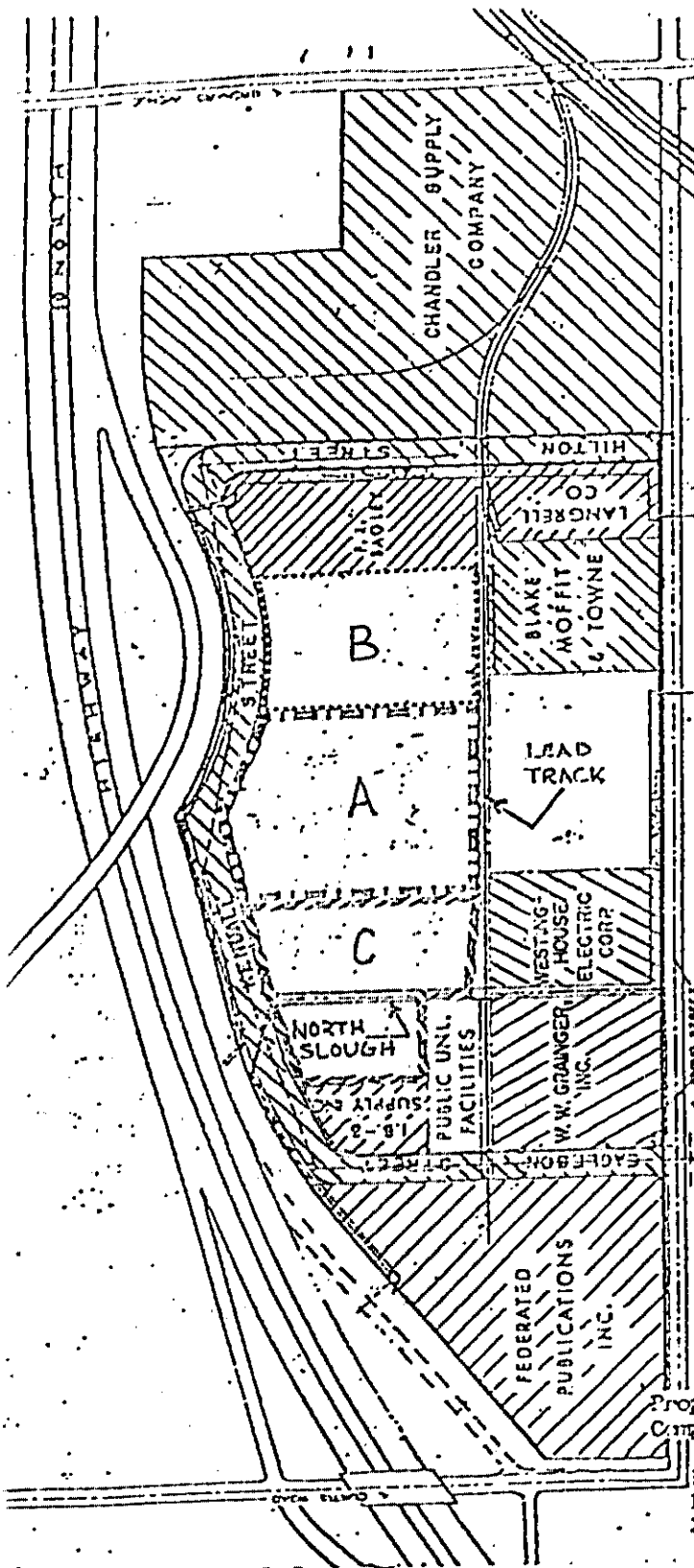
EXHIBIT "A"

ONE BROADBENT COMMERCE CENTER

PARCEL OF LAND SITUATE IN THE NORTHWEST $\frac{1}{4}$ OF SECTION 8, TOWNSHIP 3 NORTH, RANGE 2 EAST, OF THE BOISE MERIDIAN IN ADA COUNTY, IDAHO, BOUNDED AND DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 8; THENCE SOUTH $0^{\circ}19'26''$ WEST ALONG THE WEST LINE OF SAID SECTION 8, A DISTANCE OF 1360.29 FEET; THENCE SOUTH $89^{\circ}40'34''$ EAST A DISTANCE OF 40.0 FEET; THENCE SOUTH $89^{\circ}30'23''$ EAST ALONG THE NORTH LINE OF IRVING STREET, A DISTANCE OF 1917.46 FEET MORE OR LESS TO A POINT OF INTERSECTION WITH THE WEST LINE OF HILTON STREET; THENCE NORTH $0^{\circ}30'18''$ EAST ALONG SAID WEST LINE A DISTANCE OF 340.0 FEET MORE OR LESS, TO A NORTHEAST CORNER OF THAT CERTAIN PARCEL OF LAND HERETOFORE CONVEYED BY UNION PACIFIC RAILROAD COMPANY TO OREGON SHORT LINE RAILROAD COMPANY, BY CORRECTION DEED DATED OCTOBER 28, 1970 AND RECORDED JUNE 15, 1971 AS INSTRUMENT NO. 773386 IN BOOK 93 AT PAGES 1165 THROUGH 1167, SAID POINT BEING THE SOUTHEAST CORNER OF THAT CERTAIN PARCEL OF LAND HERETOFORE CONVEYED BY UNION PACIFIC LAND RESOURCES CORPORATION TO FREDERICK R. BAGLEY, ET UX AND STANLEY V. RISHEL, ET UX, BY WARRANTY DEED DATED FEBRUARY 28, 1972 AND RECORDED MARCH 2, 1972 IN BOOK 112 AT PAGE 708; THENCE NORTH $89^{\circ}30'23''$ WEST ALONG A NORTH LINE AND THE SOUTH LINE RESPECTIVELY OF SAID PREVIOUSLY CONVEYED PARCELS, A DISTANCE OF 200.0 FEET, TO THE SOUTHWEST CORNER OF SAID PARCEL PREVIOUSLY CONVEYED TO FREDERICK R. BAGLEY, ET UX AND STANLEY V. RISHEL, ET UX; THENCE CONTINUING NORTH $89^{\circ}30'23''$ WEST ALONG SAID NORTH LINE OF THE PARCEL PREVIOUSLY CONVEYED TO OREGON SHORT LINE RAILROAD COMPANY, A DISTANCE OF 265.0 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH $89^{\circ}30'23''$ WEST ALONG SAID NORTH LINE A DISTANCE OF 329.71 FEET; THENCE NORTH $83^{\circ}51'42''$ WEST ALONG THE NORTHEASTERLY LINE OF SAID PREVIOUSLY CONVEYED PARCEL, A DISTANCE OF 26.42 FEET; THENCE NORTH $0^{\circ}29'37''$ EAST A DISTANCE OF 454.00 FEET MORE OR LESS TO A POINT ON THE SOUTH LINE OF KENDALL STREET; THENCE NORTH $74^{\circ}46'46''$ EAST ALONG SAID SOUTH LINE, A DISTANCE OF 71.70 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 245.0 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE AND SAID SOUTH LINE, AN ARC DISTANCE OF 143.805 FEET; THENCE SOUTH $71^{\circ}35'25''$ EAST ALONG SAID SOUTH LINE, A DISTANCE OF 66.377 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 654.87 FEET; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE AND SAID SOUTH LINE, AN ARC DISTANCE OF 84.75 FEET; THENCE SOUTH $0^{\circ}29'37''$ WEST A DISTANCE OF 432.09 FEET MORE OR LESS TO THE TRUE POINT OF BEGINNING.

(2)



UNION PACIFIC LAND
RESOURCES CORPORATION

Curtis Road Industrial
District
Boise, Idaho

Proposed sales to Broadbent Development
Company shown:

- Parcel A outlined . . . [solid line]
- Parcel B outlined . . . [dotted line]
- Parcel C outlined . . . [dashed line]

STATE OF IDAHO, COUNTY OF ADA, ss.
 Filed for record at the request of Hawley Tropp, Emis & Hawk
 44 Min. past 10 o'clock P.M. this 14 day of June 1929
 CLARENCE A. PLANNING, Recorder
 By Ima Clark Deputy

81200

FIRST AMENDMENT
to
CERTIFICATE OF FORMATION
of
LIMITED PARTNERSHIP
of
ONE BROADBENT COMMERCE CENTER

This FIRST AMENDMENT to the CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP of ONE BROADBENT COMMERCE CENTER dated January 1, 1979, which was filed for record in the Office of the Ada County Recorder, January 4, 1979 as Instrument No. 7900594, is made effective January 1, 1979.

WITNESSETH:

The General and Limited Partners of the ONE BROADBENT COMMERCE CLNTER hereby amend the above described CERTIFICATE effective January 1, 1979, as follows:

A. Paragraph 4 of said CERTIFICATE is hereby deleted and the following substituted therefor:

"4. The name, place of residence and partnership interest of each member and the designation of such members as general or limited partners are as follows:

<u>Name</u>	<u>Place of Residence</u>	<u>Partnership Interest</u>
<u>General Partners:</u>		
Broadbent Development Company	Sonna Building 910 Main Street Boise, Idaho 83702	50.05%

<u>Name</u>	<u>Place of Residence</u>	<u>Partnership Interest</u>
<u>General Partners:</u>		
Reed B. Tetrick	1107 Harrison Boise, Idaho 83702	15.00%
Robert E. Lamberton	6504 Avenida La Cuchilla, N.W. Albuquerque, New Mexico 87107	15.00%
John L. Holmquist	1902 North 22nd Boise, Idaho 83702	15.00%
Alice T. Bellomo	114 West Braemere Road Boise, Idaho 83702	1.96%
<u>Limited Partners:</u>		
Broadbent Development Company	Sonna Building 910 Main Street Boise, Idaho 83702	0.05%
W. H. Burke	1414 N. 26th Street Boise, Idaho 83702	2.94%

B. Except as hereinabove specifically modified and amended, all the terms and provisions of said CERTIFICATE shall remain and be in full force and effect.

IN WITNESS WHEREOF, and pursuant to the limited power of attorney vested in the undersigned to execute amendments to the Certificate of Formation on behalf of the Partners on terms of Paragraph 15 of the Certificate, the undersigned has executed this FIRST AMENDMENT TO CERTIFICATE this 15 day of March 1979.

BROADBENT DEVELOPMENT COMPANY
Managing General Partner of
ONE BROADBENT COMMERCE CENTER,
A Limited Partnership,
and Attorney-in-Fact

By Reed B. Tetrick
President

ATTEST:

Donald J. Hahn
Assistant Secretary

FIRST AMENDMENT - 2

STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 15th day of March, 1979, before me, a Notary Public in and for said State, personally appeared REED B. TETRICK and DONALD L. HAHN, the President and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, known to me to be the corporation whose name is subscribed to the foregoing instrument as attorney-in-fact of ROBERT E. LAMBERTON, JOHN L. HOLMQUIST, ALICE T. BELLOMO and W. H. BURKE, the copartners of ONE BROADBENT COMMERCE CENTER, an Idaho limited partnership, and acknowledged to me that they subscribed the name of BROADBENT DEVELOPMENT COMPANY thereto as attorney-in-fact of the copartners of ONE BROADBENT COMMERCE CENTER, an Idaho limited partnership.

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

Paula E. ...
NOTARY PUBLIC FOR IDAHO
Residence: Boise, Idaho



STATE OF IDAHO, COUNTY OF ADA ss
Taken for record at the office of the Notary Public for Idaho on this 25th day of March, 1979.
By Richard H. Miller Notary Public

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SECOND AMENDMENT
 to
 CERTIFICATE OF FORMATION
 of
 LIMITED PARTNERSHIP
 of
 ONE BROADBENT COMMERCE CENTER

This SECOND AMENDMENT to the CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP of ONE BROADBENT COMMERCE CENTER, dated January 1, 1979, which was filed for record in the Office of the Ada County Recorder, January 4, 1979 as Instrument No. 7900594, is made effective midnight June 30, 1980.

WITNESSETH:

The General and limited Partners of ONE BROADBENT COMMERCE CENTER hereby amend the above described CERTIFICATE effective midnight June 30, 1980 as follows:

A. Paragraph 4 of said CERTIFICATE is hereby deleted and the following substituted therefor:

"4. The name, place of residence and partnership interest of each member and the designation of such members as general or limited partners are as follows:

<u>GENERAL PARTNERS</u>	<u>Place of Residence</u>	<u>Partnership Interest</u>
<u>Name</u>		
Broadbent Development	Sonna Building 910 Main St. Boise, Idaho 83702	50.05%
Reed B. Tetrick	1107 Harrison Blvd. Boise, Idaho 83702	15.00%
John L. Holmquist	1902 North 22nd Boise, Idaho 83702	15.00%
Alice T. Bellomo	114 West Braemere Rd. Boise, Idaho 83702	1.96%

LIMITED PARTNERS

Broadbent Development Company	Sonna Building, Suite 260 910 Main St. Boise, Idaho 83702	.05%
W. H. Burke	1414 North 26th St. Boise, Idaho 83702	2.94%
Robert E. Lamberton	6504 Avenida La Cuchilla N.W. Albuquerque, N.M. 87107	15.00%

B. Except as hereinabove specifically modified and amended, all the terms and provisions of said CERTIFICATE shall remain and be in full force and effect.

IN WITNESS WHEREOF, and pursuant to the limited power of attorneys vested in the undersigned to execute amendments to the CERTIFICATE on behalf of the Partners on terms of Paragraph 15 of the CERTIFICATE, the undersigned has executed this SECOND AMENDMENT TO CERTIFICATE as of the 30 day of June, 1980.

BROADBENT DEVELOPMENT COMPANY
Managing Partner of
ONE BROADBENT COMMERCE CENTER
a limited partnership,
and Attorney-in-Fact

By Reed B. Tetrick
Reed B. Tetrick
President

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

STATE OF IDAHO)
COUNTY OF ADA) ss.

On this 26 day of September, 1980, before me, a Notary Public in and for said State, personally appeared REED B. TETRICK, and SUSAN J. LYON, the President and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, known to me to be the corporation whose name is subscribed to the foregoing instrument as attorney-in-fact of JOHN L. HOLMQUIST, W.H. BURKE, ROBERT E. LAMBERTON and ALICE T. BELLOMO, the co-partners of ONE BROADBENT COMMERCE CENTER, an Idaho limited partnership, and acknowledged to me that they subscribed the name of BROADBENT DEVELOPMENT COMPANY thereto as attorney-in-fact of the co-partners of ONE BROADBENT COMMERCE CENTER, an Idaho limited partnership.

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

Michael A. C. [Signature]
NOTARY PUBLIC FOR IDAHO
Residence: Boise, Idaho

Ada County, Idaho, ss.
Request of *Thamley*
Thamley & Thamley
TIME 10:08 M.
DATE 9-26-80
JOHN CASTIDA
REC'DER
By *SE [Signature]*
Deputy
600

8115217

THIRD AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
LIMITED PARTNERSHIP
OF
ONE BROADBENT COMMERCE CENTER

This THIRD AMENDMENT to the CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP OF ONE BROADBENT COMMERCE CENTER, dated January 1, 1979 which was filed for record in the office of the Ada County Recorder on January 4, 1979 as Instrument No. 7900594, is made effective January 1, 1979.

WITNESSETH:

The General and Limited Partners of ONE BROADBENT COMMERCE CENTER hereby amend the above-described Certificate effective January 1, 1979 as follows:

A. Paragraph 12 of said Certificate is hereby deleted and the following substituted therefor:

"12. In the event replacement, substitute or additional Limited Partners are admitted to the Partnership, or the interest of a General Partner is converted to a Limited Partnership interest, Broadbent Development Company would have a priority over such Limited Partners to compensation by way of net cash flow as set forth in Paragraph 9 above. In addition, in its capacity as Managing Partner, Broadbent Development Company shall be entitled to:

- (a) Reimbursement of out-of-pocket costs and expenses paid by it to independent accountants and attorneys for the Partnership and such other categories of costs as shall be approved by all of the General Partners;
- (b) Any developer's fee advanced to the Partnership or the Managing Partner by the construction lender(s) financing construction of improvements on the Property;
- (c) Commencing the first day of the nineteenth month after the date of the construction loan relating to construction of the improvements on the Property, a monthly fee based upon three percent (3%) of the gross monthly rentals from the lease of the Property and improvements thereon, with a minimum of \$2,000.00 per month under certain conditions;
- (d) If the Partnership has entered into a joint venture with an institutional investor for development and operation of the Property, and a Property Management Agreement and/or a Leasing Agency Agreement has been negotiated with such joint venture, the Managing Partner shall be entitled to all fees received by the Partnership or Managing Partner thereunder. If the Partnership has not entered into such a joint venture, and the Managing Partner has agreed to manage and/or lease the Property as improved for the Partnership, the Managing Partner shall receive a fee for managing and/or leasing the Property comparable to that received by the Managing Partner and other property managers or leasing agents for similar services in connection with like property.

No other right is given any Limited Partner to priority over the other Limited Partners as to contributions or as to compensation by way of income.

B. Except as hereinabove specifically modified and amended, all of the terms and provisions of said Certificate, as heretofore amended, shall remain and be in full force and effect.

IN WITNESS WHEREOF the undersigned have executed this THIRD AMENDMENT TO CERTIFICATE.

BROADBENT DEVELOPMENT COMPANY

By Donald J. Clarke
Donald J. Clarke
President



ATTEST:
Susan J. Lyon
Susan J. Lyon
Assistant Secretary

Reed B. Strick
Reed B. Strick

John L. Holmquist
John L. Holmquist

Alice T. Bellomo
Alice T. Bellomo

W.H. Burke
W.H. Burke

Robert E. Lamberton
Robert E. Lamberton

STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public, in and for said State, personally appeared DONALD J. CLARKE and SUSAN J. LYON known to me to be the President and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, the corporation that executed the within instrument, and acknowledged to me that they executed the same for and on behalf of said corporation.

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

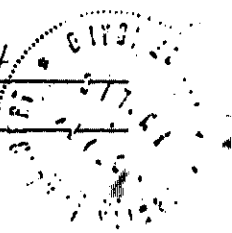
Judith L. Herbert
Notary Public for Idaho
Residing in Boise, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public in and for said State, personally appeared REED B. TETRICK, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he 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.

Judith L. Herbert
Notary Public for Idaho
Residence: Boise



STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public in and for said State, personally appeared JOHN L. HOLMQUIST, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she 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.

Judith L. Herbert
Notary Public for Idaho
Residence: Boise

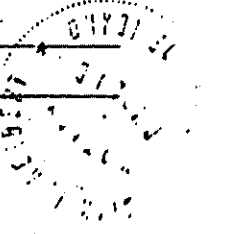


STATE OF IDAHO)
) ss:
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public in and for said State, personally appeared ALICE T. BELLOMO, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he 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.

Judith L. Herbert
Notary Public for Idaho
Residence: Boise



STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public in and for said State, personally appeared W.H. BURKE, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he 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.

Judith L. Herbert
Notary Public for Idaho
Residence: Boise



STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of April, 1981, before me, a Notary Public in and for said State, personally appeared ROBERT E. LAMBERTON, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he 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.

Judith L. Herbert
Notary Public for Idaho
Residence: Boise



STATE OF IDAHO, COUNTY OF ADA, ss.
Filed for record at the request of Karen Lansing
15 Min. past 4 o'clock P. on this 13 day of April 1981
JOHN KASTNER, Recorder
By Wanda L. Rospond Deputy
10.00 fee

FOURTH AMENDMENT TO CERTIFICATE OF FORMATION
OF LIMITED PARTNERSHIP OF
ONE SALT LAKE BROADBENT ASSOCIATES

This FOURTH AMENDMENT to the CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP of ONE SALT LAKE BROADBENT ASSOCIATES, dated effective January 1, 1979, filed for record in the Office of the Ada County Recorder December 26, 1978, as Instrument Number 7868340, amended by First Amendment dated effective January 1, 1979, filed for record in the office of the Ada County Recorder March 19, 1979, as Instrument Number 7914629, amended by Second Amendment dated effective June 30, 1980, filed for record in the Office of the Ada County Recorder September 26, 1980, as Instrument Number 8045682, amended by Third Amendment dated effective January 1, 1979, filed for record in the Office of the Ada County Recorder April 15, 1981, as Instrument Number 8115748, is made effective December 15, 1982 and January 1, 1983.

WITNESSETH:

The general partnership interests of Reed B. Tetrick and Alice T. Bellamo in this Limited Partnership having been acquired by Broadbent Development Company on December 15, 1982, and the limited partnership interests of W. H. Burke in this Limited Partnership having been acquired by Broadbent Development Company on January 1, 1983, the General and Limited Partners of ONE BROADBENT COMMERCE CENTER hereby amend the above-described Certificate as follows:

A. Paragraph 4 of said Certificate, as amended, is hereby deleted and the following substituted therefor:

"4. The name, place of residence and partnership interest of each member and the designation of such members as general or limited partners are as follows:

<u>Name</u>	<u>Place of Residence</u>	<u>Partnership Interest</u>
<u>General Partners:</u>		
Broadbent Development Company	5421 Kendall Street P. O. Box 1682 Boise, Idaho 83701	67.01%
John L. Holmquist	1902 North 22nd Boise, Idaho 83702	15.0%
<u>Limited Partners:</u>		
Broadbent Development Company	5421 Kendall Street P. O. Box 1682 Boise, Idaho 83701	2.99%
Robert E. Lamberton	Lamberton Properties Dublin Hall, Suite 378 1777 Walton Road Blue Bell, Pennsylvania 19422	15.0%

B. The registered agent for service of process on the limited partnership required to be maintained by Section 53-204, Idaho Code, is Broadbent Development Company, a Delaware corporation, authorized to do business in the State of Idaho, with principal offices at 5421 Kendall Street, P. O. Box 1682, Boise, Idaho 83701.

C. Except as hereinabove specifically modified and amended, all of the terms and provisions of said Certificate, as amended, shall remain and be in full force and effect.

IN WITNESS WHEREOF, on behalf of the undersigned, BROADBENT DEVELOPMENT COMPANY, and pursuant to the limited power of attorney granted to the undersigned to execute amendments to the Certificate of Formation on behalf of all other Partners in Paragraph 15 of the Certificate, as amended the undersigned has executed this FOURTH AMENDMENT TO CERTIFICATE as of the 1st day of January, 1983.

BROADBENT DEVELOPMENT COMPANY

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon

Assistant Secretary

Reed B. Tetrick
Reed B. Tetrick

By Broadbent Development Company
Attorney-in-fact

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

Alice T. Bellomo
Alice T. Bellomo

By Broadbent Development Company
Attorney-in-fact

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

W. H. Burke
W. H. Burke

By Broadbent Development Company
Attorney-in-fact

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

John L. Holmquist
John L. Holmquist

By Broadbent Development Company
Attorney-in-fact

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

Robert E. Lamberton
Robert E. Lamberton

By Broadbent Development Company
Attorney-in-fact

By John L. Holmquist

ATTEST:

Susan J. Lyon
Susan J. Lyon
Assistant Secretary

STATE OF IDAHO)
 : ss.
County of Ada)

On this 29 day of December, 1983, before me, a Notary Public, in and for the said State, personally appeared John L. Holmquist and SUSAN J. LYON known or identified to me to be the SA. Vice Pres. and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, the corporation that executed the instrument or the persons who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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.

Marshall Neal Newberry
Notary Public for Idaho
Residing in Bosie, Idaho.

STATE OF IDAHO)
 : ss.
County of Ada)

On this 29 day of December, 1983, before me, a Notary Public in and for the said State, personally appeared John L. Holmquist and SUSAN J. LYON, known or identified to me to be the SA. Vice Pres. and Assistant Secretary, respectively, of BROADBENT DEVELOPMENT COMPANY, a Delaware corporation, the corporation whose name is subscribed to the within instrument as the attorney-in-fact of Reed B. Tetrick, Alice T. Bellomo, John L. Holmquist, W. H. Burke and Robert E. Lamberton, and acknowledged to me that such corporation subscribed the names of Reed B. Tetrick, Alice T. Bellomo, John L. Holmquist, W. H. Burke and Robert E. Lamberton, thereto as principals and the name of such corporation as attorney-in-fact.

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

Marshall Neal Newberry
Notary Public for Idaho
Residing in Boise, Idaho.

Ada County, Idaho. ss
Request of
Hawley, Troxell, Ennis & Hawley
TIME 4:42 P. M.
DATE 12/30/83
JOHN BASTIDA
RECORDER
By Harold
Deputy

8.02