

JUN 13 11 42 AM '91
SECRETARY OF STATE

CERTIFICATE OF LIMITED PARTNERSHIP
OF
BUCK'S ELECTRONICS LIMITED PARTNERSHIP

STATE OF IDAHO)
) ss.
County of Ada)

THE UNDERSIGNED, having formed a limited partnership under the Uniform Limited Partnership Act of the State of Idaho, hereby make the following certificate:

1. The name of the partnership is Buck's Electronics Limited Partnership.
2. The character of the business is to sell and service electronic products, equipment and supplies, and engage in any other business or businesses as the general partner may determine.
3. The name and address of the registered agent is Steven Buck, 10426 Tanglewood, Boise, Idaho 83709.
4. The names and addresses of the partners, both general and limited as respectively designated below are as follows:

GENERAL PARTNER:

Steven Buck
10426 Tangelwood
Boise, Idaho 83709

LIMITED PARTNER:

Wendell Buck
2280 S. Milwaukee
Boise, Idaho 83709
5. The term for which the partnership is to exist will commence on 4-1-91 and continue indefinitely, unless terminated in accordance with the agreement of limited partnership.

6. The consideration contributed by the general partner for his limited partnership interest consists of equipment, tools and other property with a fair market value of approximately \$10,000. The consideration contributed by the limited partner for his interest in this limited partnership shall be \$10,000 cash.

7. No calls for additional capital contributions are provided for.

8. No partner may withdraw capital from the partnership without the prior written consent of the general partner.

9. The limited partner shall not be entitled to the return of his capital contribution except to the extent provided for in the Limited Partnership Agreement.

10. Partners are entitled to receive distribution of their percentage share of the Excess Cash within ninety (90) days after the fiscal year end of the limited partnership pursuant to Article 8.1 of the Limited Partnership Agreement.

11. The limited partner does not have the right to substitute an assignee as a contributor in his place, or to otherwise assign, mortgage, hypothecate, transfer or otherwise dispose of his interest in the partnership except to permitted transferees under the agreement of limited partnership.

12. The partners are not given the right to admit additional limited partners without the prior written consent of all partners.

13. In the event of the death or disability of the limited partner, the general partner is given the right to continue the business as usual.

14. The partnership may be dissolved upon the occurrence of the death or disability of the general partner, the sale of the assets, the bankruptcy or insolvency of the general partner, the written consent of all partners or upon any cause of dissolution under the Uniform Limited Partnership Act of the State of Idaho.

15. In the event of dissolution or liquidation, distributions of partnership property will be made in accordance with Article 15.5 of the Limited Partnership Agreement.

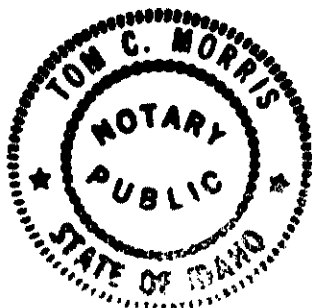
Steven Buck
Steven Buck, General Partner

Wendell Buck
Wendell Buck, Limited Partner

STATE OF IDAHO)
)
County of Ada) ss.

On this 12 day of June, 1991, before me, a notary public in and for said county and state, personally appeared STEVEN BUCK, known to me to be the person whose name is subscribed to the within 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.

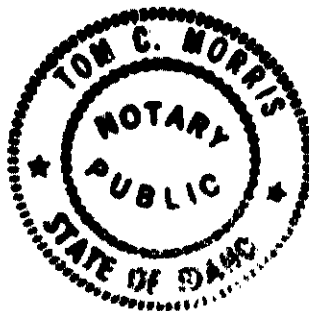


Tom C. Morris
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho
My Commission Expires 2/7/93

STATE OF IDAHO)
) ss.
County of Ada)

On this 12 day of June, 1991, before me, a notary public in and for said county and state, personally appeared WENDELL BUCK, known to me to be the person whose name is subscribed to the within 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.



Tom C. Morris
NOTARY PUBLIC for Idaho
Residing at Boise, Idaho
My Commission Expires 2/7/93