



**Department of State.**

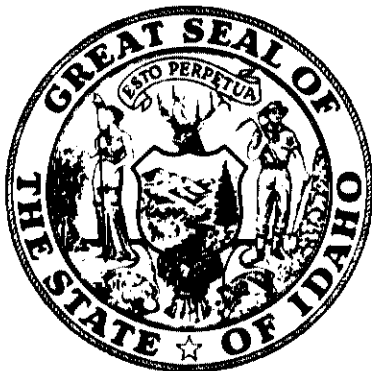
**CERTIFICATE OF REGISTRATION  
OF**

**RUSHTON FAMILY PARTNERSHIP**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RUSHTON FAMILY PARTNERSHIP for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to RUSHTON FAMILY PARTNERSHIP to transact business in this State under the name RUSHTON FAMILY PARTNERSHIP, A UTAH LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated February 16, 1989



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *[Signature]*

**APPLICATION FOR REGISTRATION OF  
FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for this purpose submits the following statement:

1. The name of the limited partnership is RUSHTON FAMILY PARTNERSHIP

2. The name which it shall use in Idaho is RUSHTON FAMILY PARTNERSHIP, A  
Utah Limited Partnership  
(Must include, without abbreviation, the words "Limited Partnership.")

3. It is organized under the laws of Utah

4. The date of its formation is December 27, 1978

5. The address of its registered or principal office in the state or country under the laws of which it is organized is 4434 South 5400 West, Valley City, Utah, 84120

6. The name and street address of its proposed registered agent in Idaho are Craig D. Rushton,  
59 Juniper Road, Oneida County, Idaho (I-84 Juniper Exit-)  
Oneida County, Idaho

7. The general character of the business it proposes to transact in Idaho is:  
Farming and ranching.

8. The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:

Name	General or Limited	Address
Don R. Rushton	Gen. & Ltd.	Box 20307, 4434 S. 5400 West West Valley City, Utah 84120
Adele B. Rushton	Gen. & Ltd.	Box 20307, 4434 S. 5400 West West Valley City, Utah 84120
Lynda Eldredge Alquist	Limited	Box 20307, 4434 S. 5400 West Valley City, Utah 84120
Randy B. Rushton	Limited	5400 West 4409 South Valley City, Utah 84102
Craig D. Rushton	Limited	59 Juniper Road, Oneida County, Idaho

(continued on reverse)

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership, executed by the proper officer of the state or country under the laws of which it is organized.

Dated February 1, 1989.

RUSHTON FAMILY PARTNERSHIP

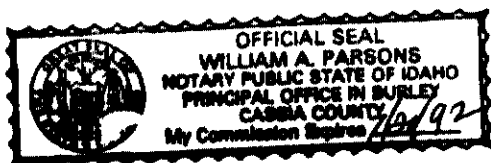
By Don R. Rushton

A General Partner

STATE OF IDAHO )  
COUNTY OF Cassia ) ss:

I, William A. Parsons, a notary public, do hereby certify that on this  
1st day of February, 1989, personally appeared  
before me DON R. RUSHTON, who being by me first duly sworn,  
declared that (s)he is a general partner of RUSHTON FAMILY PARTNERSHIP

that (s)he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.



William A. Parsons

5.00  
E4345

DEC 20 1978

W. Sterling Evans, Clerk 3rd Dist. Court

1332052  
FEB 15 1979

CERTIFICATE OF LIMITED PARTNERSHIP

Deputy Clerk

OF

RUSHTON FAMILY PARTNERSHIP

STATE OF UTAH :  
COUNTY OF SALT LAKE: ss.

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

(a) The name of the partnership is Rushton Family Partnership, a Limited Partnership.

(b) The character of the business of the partnership, shall be to conduct a general business of real estate investment, development and management and to engage in any and all lawful business activities permitted under the laws of the State of Utah.

(c) The location of the principal place of business of the partnership is 4434 South 5400 West, Hunter, Utah.

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

<u>NAME</u>	<u>PLACE OF RESIDENCE</u>
Don R. Rushton	4434 South 5400 West Hunter, Utah 84120
Adele B. Rushton	4434 South 5400 West Hunter, Utah 84120

(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>
Don R. Rushton	4434 South 5400 West Hunter, Utah 84120
Adele B. Rushton	4434 South 5400 West Hunter, Utah 84120
Lynda K. Rushton Eldredge	4409 South 5400 West Hunter, Utah 84120
Craig Don Rushton	4100 South 5600 West Hunter, Utah 84120
Randy B. Rushton	4411 South 5400 West Hunter, Utah 84120

(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:

See Exhibit "A" attached hereto.

(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 twelve (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:

<u>LIMITED PARTNERS</u>	<u>SHARE</u>
Don R. Rushton	52.96
Adele B. Rushton	37.65
Lynda K. Rushton Eldredge	0.28
Craig Don Rushton	0.28
Randy B. Rushton	0.28

(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 Partners shall have the right to continue the partnership business or to wind up and liquidate the partnership. Upon the death or incapacity of the survivor of the current General Partners, Lynda K. Rushton Eldredge, Craig Don Rushton and Randy B. Rushton shall become general partners. There is no provision with respect to continuation of the partnership business upon the retirement of a 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 this 27 day of December, 1978.

Don R. Rushton  
DON R. RUSHTON  
Adele B. Rushton  
ADELE B. RUSHTON  
Lynda K. Rushton Eldredge  
LYNDA K. RUSHTON ELDREDGE  
Craig Don Rushton  
CRAIG DON RUSHTON  
Randy B. Rushton  
RANDY B. RUSHTON

STATE OF UTAH :  
COUNTY OF SALT LAKE: ss.

On the 27 day of December, 1978, personally appeared before me, DON R. RUSHTON, ADELE B. RUSHTON, LYNDA K. RUSHTON ELDREDGE, CRAIG DON RUSHTON and RANDY B. RUSHTON, the signers of the foregoing Certificate of Limited Partnership, who duly acknowledged to me that they executed the same.

John A. Kish  
Notary Public  
Residing at Magna, Utah

My Commission Expires:

8-15-81

EXHIBIT "A"

\* \* \* \* \*

PARCEL I:

The South 296.5 feet of the Northeast quarter of the Northeast quarter of Section 8, Township 4 South, Range 1 West, Salt Lake Base and Meridian.

PARCEL II:

That part of the South 296.5 feet of the Northwest quarter of the Northwest quarter of Section 9, Township 4 South, Range 1 West, Salt Lake Base and Meridian lying West of the Utah Lake Irrigation Company Canal, except that tract conveyed to Utah Power and Light Company in that Special Warranty Deed recorded January 24, 1963, as Entry No. 1895687 in Book 2010 at page 340, records of Salt Lake County, Utah.

PARCEL III:

The North half of the Southeast quarter of the Southwest quarter of Section 4, Township 4 South, Range 1 West, Salt Lake Base and Meridian.

PARCEL IV:

COMMENCING on the East line of the right of way of the Utah Lake Irrigation Company Canal, 240 feet more or less East from the Northwest corner of Section 9, Township 4 South, Range 1 West, Salt Lake Base and Meridian, and running thence East 2400 feet, more or less, to the Northeast corner of the Northwest quarter of said Section 9; thence South 20 rods; thence East 80 rods; thence South 40 rods; thence West 80 rods; thence South 1650 feet, more or less, to the Southeast corner of the Northwest quarter of Section 9; thence West 89.5 feet, more or less, to the Westerly line of the lands formerly owned by the Salt Lake and Utah Railroad Company; thence North 24° 7' West along the Westerly line of land formerly owned by said Salt Lake and Utah Railroad 1446.2 feet, more or less, to the South line of the North half of the Northwest quarter of said Section 9; thence West 1221.2 feet, more or less, to the Easterly line of the right of way of the Utah Lake Irrigation Company Canal, thence along said Easterly line North 21° 17' West to the place of COMMENCEMENT.

TOGETHER WITH any right, title or interest which the Grantors may own in and to a water right in the Jordan River, for water used to irrigate the foregoing property.

\* \* \* \* \*

\* \* \* \* \*

An undivided one-half interest in and to the following described tract of land in Salt Lake County, State of Utah:

Beginning at the Northeast corner of the North 1/2 of the Southwest 1/4 of Section 23, Township 1 South, Range 2 West, Salt Lake Meridian, and running thence West 660 feet; thence South 1188 feet; thence East 660 feet; thence North 1188 feet to the place of beginning.

Together with a Right of Way over the following:  
Commencing at a point 660 feet West from the Northeast corner of the North 1/2 of the Southwest 1/4 of said Section 23, and running thence South 16 feet; thence West 1980 feet; thence North 16 feet; thence East 1980 feet to the place of beginning.

Together with all wells and all water or water rights used thereon or appurtenant thereto.

\* \* \* \* \*

A one-sixth (1/6) interest in and to the following described tract of land in Utah County, State of Utah:

The West half of the Southwest quarter of Section 23, Township 5 South, Range 1 West of the Salt Lake Meridian. Area 80 Acres; excepting 2 1/2 acres as shown by Bargain and Sale Deed dated February 8, 1916, and recorded February 9, 1916 in Book 154, Page 438.

\* \* \* \* \*

A one-sixth (1/6) interest in and to the following described tract of land in Salt Lake County, State of Utah:

All of Blocks 1 to 36, inclusive, Salt Lake View Addition; also all of Lot 4 in Section 16, Township 2 South, Range 2 West, Salt Lake Base and Meridian.

ALSO: The West one-half of the Northeast quarter; and Lots 2 and 3 of Section 21, Township 2 South, Range 2 West, Salt Lake Base and Meridian, containing 160.19 acres, more or less. Together with the appurtenances, privileges and water rights thereunto belonging or used therewith.

\* \* \* \* \*

A one-sixth (1/6) interest in and to the following described tract of land in Utah County, State of Utah:

The Southeast Quarter (SE 1/4) of Section Thirty-Three (33); The Southwest Quarter (SW 1/4) of Section Thirty-four (34), Township Five (5) South, Range One (1) West, Salt Lake Meridian, containing Three Hundred Twenty (320) acres, more or less, together with any and all buildings, improvements and appurtenances thereunto belonging. Together with any and all water and ditch rights of every nature, however evidenced, used on or belonging to said land.

\* \* \* \* \*



\* \* \* \* \*

A one-third (1/3) interest in and to the following described tract of land in Salt Lake County, State of Utah:

The East half of the Southwest quarter and the South half of the Southeast quarter of Section 22, township 2 South, Range 2 West, Salt Lake Meridian, less highway and railroad. Containing a net acreage of 151.8 acres, more or less.

\* \* \* \* \*

THE SOUTHWEST ONE-QUARTER (1/4) OF SECTION SEVENTEEN (17), IN TOWNSHIP THREE (3) SOUTH, RANGE ONE (1) WEST, of SALT LAKE MERIDIAN, excepting therefrom that portion deeded to Provo Reservoir Company as described in that certain deed recorded as Entry #475559, Salt Lake County Recorder's Records, August 23rd, 1922 in Book "11-K" at page 573.

\* \* \* \* \*

STATE OF UTAH  
COUNTY OF SALT LAKE } ss  
I, THE UNDERSIGNED, CLERK OF  
SALT LAKE COUNTY, UTAH, DO HEREBY  
CERTIFY THAT THE ANNEXED AND FOREGOING IS A  
TRUE AND FULL COPY OF AN ORIGINAL DOCUMENT  
ON FILE IN MY OFFICE AS SUCH CLERK.  
WITNESS MY HAND AND SEAL OF SAID *Clerk*  
THIS 9th DAY OF February 1929  
H. DIXON HINDLEY, CLERK  
BY Vaden Rasmussen DEPUTY

ASSIGNMENT OF INTEREST  
IN LIMITED PARTNERSHIP

WHEREAS, each of DON R. RUSHTON and ADELE B. RUSHTON, "Assignors" is the owner of a 4.27% interest as a general partner and a 52.96% and a 37.65% interest respectively as a limited partner in that partnership known as Rushton Family Partnership, "Partnership"; and

WHEREAS, CRAIG DON RUSHTON owns a 0.28% interest as a limited partner in the Partnership; and

WHEREAS, each Assignor desires to donate part of his or her interest as a limited partner in the Partnership to CRAIG DON RUSHTON, "Assignee";

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, each Assignor hereby assigns to Assignee, his heirs, executors, administrators and assigns, his or her right and title to a 0.14% interest as a limited partner in the Partnership so that after this Assignment the Assignee shall own a 0.56% interest as a limited partner in the Partnership.

Effective upon the execution of this Assignment, the Assignee shall have the right to receive from the Partnership the share of profits or other compensation to which the Assignors would otherwise be entitled to receive for said percentage interests in the Partnership being donated by this Assignment. This Assignment is made subject to the terms and conditions of the Articles of Limited Partnership of the Partnership.

IN WITNESS WHEREOF, the Assignors have executed this Assignment on this 12<sup>th</sup> day of January, 1971.

Don R. Rushton  
DON R. RUSHTON

Adele B. Rushton  
ADELE B. RUSHTON

STATE OF UTAH :  
County of Salt Lake: ss.

On this 12<sup>th</sup> day of January, 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared DON R. RUSHTON and ADELE B. RUSHTON, 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 on the day and year in this instrument first above written.

Christopher J. Bucke  
Notary Public

Residing at Salt Lake City

My Commission Expires:

9-12-82

STATE OF UTAH } ss  
COUNTY OF SALT LAKE }

I, THE UNDERSIGNED, CLERK OF  
SALT LAKE COUNTY, UTAH, DO HEREBY  
CERTIFY THAT THE ANNEXED AND FOREGOING IS A  
TRUE AND FULL COPY OF AN ORIGINAL DOCUMENT  
ON FILE IN MY OFFICE AS SUCH CLERK.

WITNESS MY HAND AND SEAL OF SAID Clerk  
THIS 9<sup>th</sup> DAY OF February, 1989  
H. DIXON HINDLEY, CLERK  
BY Debra K. Kinsman DEPUTY

ASSIGNMENT OF INTEREST  
IN LIMITED PARTNERSHIP

WHEREAS, each of DON R. RUSHTON and ADELE B. RUSHTON, "Assignors" is the owner of a 4.27% interest as a general partner and a 52.96% and a 37.65% interest respectively as a limited partner in that partnership known as Rushton Family Partnership, "Partnership"; and

WHEREAS, RANDY B. RUSHTON owns a 0.28% interest as a limited partner in the Partnership; and

WHEREAS, each Assignor desires to donate part of his or her interest as a limited partner in the Partnership to RANDY B. RUSHTON, "Assignee";

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, each Assignor hereby assigns to Assignee, his heirs, executors, administrators and assigns, his or her right and title to a 0.14% interest as a limited partner in the Partnership so that after this Assignment the Assignee shall own a 0.56% interest as a limited partner in the Partnership.

Effective upon the execution of this Assignment, the Assignee shall have the right to receive from the Partnership the share of profits or other compensation to which the Assignors would otherwise be entitled to receive for said percentage interests in the Partnership being donated by this Assignment. This Assignment is made subject to the terms and conditions of the Articles of Limited Partnership of the Partnership.

IN WITNESS WHEREOF, the Assignors have executed this Assignment on this 12<sup>th</sup> day of January, 1977.

Don R. Rushton  
DON R. RUSHTON  
Adele B. Rushton  
ADELE B. RUSHTON

STATE OF UTAH :  
: ss.  
County of Salt Lake:

On this 12<sup>th</sup> day of January, 1977, before me, the undersigned, a Notary Public in and for said State, personally appeared DON R. RUSHTON and ADELE B. RUSHTON, 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 on the day and year in this instrument first above written.

Christopher J. Burke  
Notary Public  
Residing at Salt Lake City

My Commission Expires:

9-12-72

JAN 29 1979

ASSIGNMENT OF INTEREST  
IN LIMITED PARTNERSHIP

W. Sterling Evans, Clerk and Dist. Court  
By Mary C. Spencer  
Deputy Clerk

WHEREAS, each of DON R. RUSHTON and ADELE B. RUSHTON, "Assignors" is the owner of a 4.27% interest as a general partner and a 52.96% and a 37.65% interest respectively as a limited partner in that partnership known as Rushton Family Partnership, "Partnership"; and

WHEREAS, LYNDA K. RUSHTON ELDREDGE owns a 0.28% interest as a limited partner in the Partnership; and

WHEREAS, each Assignor desires to donate part of his or her interest as a limited partner in the Partnership to LYNDA K. RUSHTON ELDREDGE, "Assignee";

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, each Assignor hereby assigns to Assignee, his heirs, executors, administrators and assigns, his or her right and title to a 0.14% interest as a limited partner in the Partnership so that after this Assignment the Assignee shall own a 0.56% interest as a limited partner in the Partnership.

Effective upon the execution of this Assignment, the Assignee shall have the right to receive from the Partnership the share of profits or other compensation to which the Assignors would otherwise be entitled to receive for said percentage interests in the Partnership being donated by this Assignment. This Assignment is made subject to the terms and conditions of the Articles of Limited Partnership of the Partnership.

IN WITNESS WHEREOF, the Assignors have executed this Assignment on this 12<sup>th</sup> day of January, 1977.

Don R. Rushton  
DON R. RUSHTON  
Adele B. Rushton  
ADELE B. RUSHTON

STATE OF UTAH :  
County of Salt Lake: ss.

On this 12<sup>th</sup> day of January, 1977, before me, the undersigned, a Notary Public in and for said State, personally appeared DON R. RUSHTON and ADELE B. RUSHTON, 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 on the day and year in this instrument first above written.

Christopher J. Buckner  
Notary Public

Residing at 2124 N. 1st St., Utah

My Commission Expires:

7-12-82