

SECOND AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SECRETARY OF STATE

DBSI/TRI III LIMITED PARTNERSHIP

STATE OF IDAHO       )  
                          ) ss.  
County of Ada        )

The undersigned General Partners for themselves and as attorney-in-fact for the Limited Partners herein described, desiring to amend the Certificate of Limited Partnership filed with the Idaho Secretary of State November 22, 1983 as Filing No. L00499 and the Amendment to Certificate of Limited Partnership filed with the Idaho Secretary of State December 30, 1983 as Filing No. L00499-a (collectively the "Certificate") to acknowledge the addition of a General Partner and to reflect the current addresses of the General Partners and Limited Partners, hereby certify as follows:

1. The name of the limited partnership is DBSI/TRI III Limited Partnership.
2. The General Partner being added is DBSI Housing Inc., effective as of November 18, 1985.
3. The Certificate, as above described, is hereby further amended to reflect the current names, current addresses and total contributions of all of the General Partners and Limited Partners of the Partnership as follows:

<u>Name</u>	<u>Place of Residence or Business</u>	<u>Contribution</u>
DBSI Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, Idaho 83706	0
Tomlinson Realty Investment (General Partner)	P. O. Box 108 Boise, Idaho 83701	0
DBSI Housing Inc. (General Partner)	1070 N. Curtis Rd. Suite 270 Boise, Idaho 83701	0
James S. & Barbara A. Adie (Limited Partner)	10085 SW Arborcrest Way Portland, OR 97225	\$ 66,500

Royce B. Asher (Limited Partner)	Box 1770, Bitterroot Rd. Sun Valley, ID 83353	\$ 66,500
John F. & Barbara L. Bostedt (Limited Partner)	8399 Riesling Way San Jose, CA 95135	\$ 33,250
Charles W. Botsford (Limited Partner)	10080 SE Shady Lane Gresham, OR 97030	\$133,000
Paul A. Buescher (Limited Partner)	7190 SW Lara Portland, OR 97223	\$ 33,250
Ronald L. Clark (Limited Partner)	4990 Fifeshire Place Boise, ID 83704	\$ 33,250
Gene Dayton (Limited Partner)	8510 Brynwood Boise, ID 83704	\$ 33,250
A. Dale Dunn (Limited Partner)	10366 Barnsdale Boise, ID 83704	\$ 33,250
Stephen S. Dunn (Limited Partner)	310 Los Altos Pocatello, ID 83201	\$ 33,250
Roy J. Ellsworth (Limited Partner)	999 N. Curtis Road, Ste. 205 Boise, ID 83706	\$ 66,500
Eustaquio Ferreiro (Limited Partner)	P. O. Box 414 Nehalem, OR 97131	\$ 33,250
David C. Grimwood (Limited Partner)	121 C. Avenue Lake Oswego, OR 97034	\$ 66,500
M. Christie Helmer & Dean Dechaine	111 SW 5th Portland, OR 97201	\$ 33,250
Willis L. Hubler (Limited Partner)	206 E. Linden Caldwell, ID 83605	\$ 33,250
Richard H. Hurst (Limited Partner)	Box 970 Caldwell, ID 83605	\$ 66,500
Larry H. Kissler (Limited Partner)	6639 Hollilynn Road Boise, ID 83709	\$ 66,500
Mr. Robert B. Montgomery (Limited Partner)	3409 Crescent Rim Drive Boise, ID 83706	\$ 33,250
William H. Moseley (Limited Partner)	P.O. Box 861 Boise, ID 83701	\$ 33,250

Jeremy K. Ota (Limited Partner)	2920 SW 55th Drive Portland, OR 97221	\$ 33,250
Gerald G. Overly (Limited Partner)	5179 Fifeshire Boise, ID 83704	\$ 33,250
David L. Page (Limited Partner)	10330 Stardust Drive Boise, ID 83709	\$ 66,500
Robert A. Rice (Limited Partner)	3931 NW Gordon Portland, OR 97210	\$ 66,500
Charles P. Schneider (Limited Partner)	Rural Route 10, Box 211 Caldwell, ID 83605	\$ 66,500
Danard B. Steele (Limited Partner)	2150 Ridgeview Way Boise, ID 83712	\$ 66,500
James E. & Judy A. Sterrett (Limited Partner)	1287 Candleridge Dr. Boise, ID 83712	\$ 66,500
Robert O. & Betty J. Yates (Limited Partner)	1353 Rafael Avenue North Salem, OR 97303	\$ 33,250

The additions and changes enumerated in this Amended Certificate become effective as of the dates stated hereinabove.

DBSI Inc.  
(General Partner)

  
By: Mark A. Ellison  
Secretary-Treasurer

Tomlinson Realty Investment  
(General Partner)

  
By: James R. Tomlinson


DBSI Housing Inc.  
(General Partner)

  
By: Douglas L. Swenson  
President

STATE OF IDAHO       )  
                              ) ss  
County of Ada        )

On this 29<sup>th</sup> day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared MARK A. ELLISON, known to me to be the SECRETARY-TREASURER of DBSI INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI III 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.

  
Notary Public for Idaho  
Residence: Boise, Idaho  
My commission expires: Feb. 1, 1988

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 29<sup>th</sup> day of August, 1986, before me, a Notary Public in and for said State, personally appeared JAMES R. TOMLINSON, known to me to be a GENERAL PARTNER of TOMLINSON REALTY INVESTMENT, an Idaho general partnership, and that he, as such General Partner, being authorized so to do, executed the foregoing instrument in said partnership name.

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

Shirley Miller  
Notary Public for Idaho  
Residence: Boise, Idaho  
My commission expires: 7/1/91

STATE OF IDAHO       )  
                              ) ss  
County of Ada        )

On this 29<sup>th</sup> day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared DOUGLAS L. SWENSON, known to me to be the PRESIDENT of DBSI HOUSING INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI III 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.

Carolyn G. Marsh  
Notary Public for Idaho  
Residence: Boise, Idaho  
My commission expires: Feb. 1, 1988

Pursuant to the special power of attorney granted to the General Partners in Article XI of the Articles of Limited Partnership of DBSI/TRI III Limited Partnership, the General Partner DBSI Inc., hereby executes this Certificate for and in behalf of the following Limited Partners: James S. & Barbara A. Adie, Royce B. Asher, John F. & Barbara L. Bostedt, Charles W. Botsford, Paul A. Buescher, Ronald L. Clark, Gene Dayton, A. Dale Dunn, Stephen S. Dunn, Roy J. Ellsworth, Eustaquio Ferreiro, David C. Grimwood, M. Christie Helmer & Dean Dechaine, Willis L. Hubler, Richard H. Hurst, Larry H. Kissler, Mr. Robert B. Montgomery, William H. Moseley, Jeremy K. Ota, Gerald G. Overly, David L. Page, Robert A. Rice, Charles P. Schneider, Danard B. Steele, James E. & Judy A. Sterrett and Robert O. & Betty J. Yates.

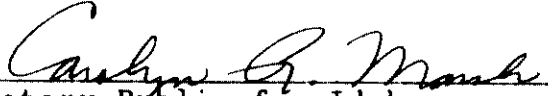
DBSI Inc.

  
By: Mark A. Ellison  
Secretary-Treasurer

STATE OF IDAHO       )  
                          ) ss  
County of Ada        )

On this 29<sup>th</sup> day of August, 1986, before me, the undersigned, a Notary Public in and for said State, personally and individually appeared MARK A. ELLISON, known to me to be the SECRETARY-TREASURER of DBSI INC., and that he, as such officer, being authorized so to do, executed the foregoing instrument as a General Partner of DBSI/TRI III 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.

  
Notary Public for Idaho  
Residence: Boise, Idaho  
My commission expires: Feb. 1, 1988