

SEP 23 8 34 AM '82  
JEROME, IDAHO

PEND OREILLE GYMNASTICS CENTER

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CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned having formed a limited partnership pursuant to Title 53, Chapter 2, Idaho Code, hereby certify:

1. The name of the limited partnership is PEND OREILLE GYMNASTICS CENTER, *a Limited Partnership as per Shirley Maistry*

2. The general character of the business is gymnastics education.

3. Cheryl Dee Boeck, of Route 2, Box 276, Sandpoint, Idaho 83864, shall be the registered agent of the partnership.

4. The general partners are as follows:

- a. Cheryl Dee Boeck, of Route 2, Box 276, Sandpoint, Idaho 83864
- b. Sandra L. Mason, of Route 1, Box 134A, Samuels, Idaho 83864

5. The limited partner is as follows:

- a. Beatrice Yvonne Morton, of 8215 172nd Avenue NE, Redmond, Washington 98052

6. The following is a statement of the agreed value of property contributed by each partner:

General Partner	Value of Contribution
Cheryl Dee Boeck	\$ 6250 <sup>00</sup>
Sandra L. Mason	6250 <sup>00</sup>
Limited Partner	
Beatrice Yvonne Morton	2500 <sup>00</sup>

7. No times or events have been specified the happening of which would obligate any additional contributions by any of the partners.

8. No limited partner has the right to assign her limited partnership interest to a third party.

9. A general partner may terminate her membership at annual intervals upon three months notice at which time her capital account will be distributed to her in cash. The limited partner has the right to terminate her interest on July 15 of each year by giving not less than four months notice. Her proportionate share of the partnership would be distributed in cash.

10. No partner has the right to receive distributions except on termination of their partnership interest.

11. No time or event has been specified the happening of which would require the termination and dissolution of the partnership.

12. Any remaining general partner shall have the right to continue the business upon the withdrawal of another general partner.

DATED this 23 day of July, 1982.

PEND OREILLE GYMNASTICS CENTER

Cheryl Dee Boeck  
Cheryl Dee Boeck, General Partner

Sandra L. Mason  
Sandra L. Mason, General Partner

Beatrice Yvonne Morton  
Beatrice Yvonne Morton, Limited Partner

STATE OF IDAHO            )  
                              )  
County of Bonner         )       ss.

CHERYL DEE BOECK, upon oath, states that she is one of the General Partners of Pend Oreille Gymnastics Center, that she has read the foregoing CERTIFICATE OF LIMITED PARTNERSHIP, knows the contents contained therein and believes the facts stated therein to be true to the best of her knowledge and belief.

*Cheryl Dee Boeck*  
Cheryl Dee Boeck

SUBSCRIBED AND SWORN TO before me this 23 day of July, 1982.

*[Signature]*  
Notary Public-State of Idaho  
Residing at Sandpoint

STATE OF IDAHO            )  
                              )  
County of Bonner         )       ss.

SANDRA L. MASON, upon oath, states that she is one of the General Partners of Pend Oreille Gymnastics Center, that she has read the foregoing CERTIFICATE OF LIMITED PARTNERSHIP, knows the contents contained therein and believes the facts stated therein to be true to the best of her knowledge and belief.

*Sandra L. Mason*  
Sandra L. Mason

SUBSCRIBED AND SWORN TO before me this 23 day of July, 1982.

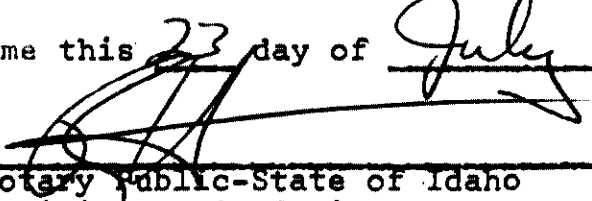
*[Signature]*  
Notary Public-State of Idaho  
Residing at Sandpoint

STATE OF IDAHO            )  
                              )  
County of Bonner         )       ss.

BEATRICE YVONNE MORTON, upon oath, states that she is the Limited Partner of Pend Oreille Gymnastics Center, that she has read the foregoing CERTIFICATE OF LIMITED PARTNERSHIP, knows the contents contained therein and believes the facts stated therein to be true to the best of her knowledge and belief.

*Beatrice Yvonne Morton*  
Beatrice Yvonne Morton

SUBSCRIBED AND SWORN TO before me this 23 day of July,  
1982.

  
\_\_\_\_\_  
Notary Public-State of Idaho  
Residing at Sandpoint