

SERIALIZED ☒ INDEXED ON MAR 20 1964
 FILED ☒ INDEXED 1st PARTY ☒
 SERIALIZED ☒ INDEXED 2nd PARTY ☒

STATE OF IDAHO)
) ss.
County of Ada)

THIS RESTATED AND AMENDED CERTIFICATE OF LIMITED PARTNERSHIP OF LONDONER PROPERTY PARTNERSHIP is made and entered into by CANUS, an Idaho general partnership ("Canus"), CHATAM IDAHO CORPORATION, an Idaho corporation ("Chatam"), NAYLOR-IGO, a joint venture composed of J. MARTIN IGO and JUDITH D. IGO, husband and wife, and THOMAS NAYLOR and MARY NAYLOR, husband and wife ("Naylor-Igo"), and J. MARTIN IGO and JUDITH D. IGO, husband and wife ("Igo") as of this 9th day of October, 1981.

WITNESSETH:

WHEREAS, Canus, Naylor-Igo and Igo formed a limited partnership under the Uniform Limited Partnership Act of the State of Idaho and in connection therewith on the 28th day of April, 1981, Canus, Naylor-Igo and Igo executed that certain "Certificate of Limited Partnership of Londoner Property Partnership" ("Certificate") which was recorded as Instrument No. 8132794 in the Ada County Recorder's Office; and

WHEREAS, Canus, Naylor-Igo and Igo desire to admit Chatam as a general partner and limited partner to the Londoner Property Partnership and in connection therewith desire to amend and

restate the Certificate;

NOW, THEREFORE, the undersigned hereby make the following certificate effective the 9th day of October, 1981.

1. The name of the Partnership is the LONDONER PROPERTY PARTNERSHIP.

2. The character of the Partnership is to hold, operate, manage, sell and otherwise deal in real and personal property.

3. The location of the principal place of business is as follows:

Londoner Property Partnership
c/o CANUS
Aniceto Condominium Unit 102
P. O. Box 707
Ketchum, ID 83340

4. The names and addresses of the Partners, both general and limited as respectively designated below, are as follows:

General Partners

CANUS, an Idaho General Partnership
P. O. Box 707
Ketchum, ID 83340

Chatam Idaho Corporation
c/o George Klingelhofer
P. O. Box 247
Ketchum, ID 83353

Limited Partners

Naylor-Igo Joint Venture
Sundance Business Center, Suite J
5400 Franklin Road
Boise, ID 83705

J. Martin and Judith D. Igo
Sundance Business Center, Suite J

5400 Franklin Road
Boise, ID 83705

Chatam Idaho Corporation
c/o George Klingelhofer
P. O. Box 247
Ketchum, ID 83353

5. The term for which the Partnership is to exist is until terminated by the Partners in accordance with the Partnership Agreement, or until December 3, 2025, unless such term is extended by all Partners by mutual written agreement.

6. The Limited Partners have contributed the following to the Partnership consisting of cash and the agreed value of other property:

Naylor-Igo	\$10,568.00
Igo	\$10,568.00
Chatam	<u>\$25,142.00</u>
Total	\$46,278.00

7. Additional capital contributions in cash or other property are not required of the Limited Partners at any time during the term of the Limited Partnership without their consent, except to the extent required by Idaho Code §53-217(4).

8. No time has been agreed upon as to when the Limited Partners shall be returned their interest in the Partnership.

9. Subject to special allocations of income and profit contained in the Partnership Agreement, the Limited Partners shall each receive the following share of profits and income of

the Partnership:

Naylor-Igo	2.5%
Igo	2.5%
Chatam	5.0%

10. The Limited Partners do not have the right to substitute an assignee as contributor in their place, or to otherwise assign, mortgage, hypothecate, transfer or otherwise dispose of their interest in the Partnership without the consent of the General Partners.

11. The Partners are not given the right to admit additional Limited Partners without the consent of all the Partners.

12. There are no priorities among Limited Partners, except to the extent that Chatam in its capacity as a General Partner has certain priorities over Naylor-Igo and Igo as to cash distributions.

13. The dissolution, withdrawal, disability or bankruptcy of the General Partners shall dissolve the Partnership unless the General Partners' interest is succeeded to by an entity which is controlled by the Partners or shareholders of the General Partners.

14. The Limited Partners do not have the right to demand or receive property other than cash in return for their contribution, but the General Partner as Liquidating Trustee may make distributions of Partnership property in kind.

IN WITNESS WHEREOF, the undersigned Partners have executed
this Restated and Amended Certificate of Limited Partnership of
Londoner Property Partnership.

GENERAL PARTNERS:

CANUS,
an Idaho general partnership,
a General Partner

By: C.J.R., INC.,
an Idaho corporation,
a Partner

By: 
C. JULIAN RAY,
President

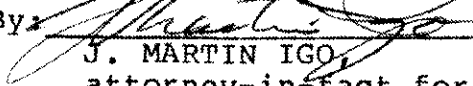
CHATAM IDAHO CORPORATION,
an Idaho corporation

By: 
GEORGE E. KLINGE, OFFER
President


LIMITED PARTNERS:

NAYLOR-IGO JOINT VENTURE

By: 
THOMAS T. NAYLOR,
a joint venturer


By: 
J. MARTIN IGO,
attorney-in-fact for
THOMAS T. NAYLOR


By: 
MARY M. NAYLOR,
a joint venturer

By: 
J. MARTIN IGO,
attorney-in-fact for
MARY M. NAYLOR

By: 
J. MARTIN IGO,
a joint venturer

By: 
JUDITH D. IGO,
a joint venturer



J. MARTIN IGO


JUDITH D. IGO

CHATAM IDAHO CORPORATION,
an Idaho corporation

By: 
GEORGE E. KLINGELHOEFER,
President

Accepted by C.J.R., Inc. as to
Section 4.2 hereof

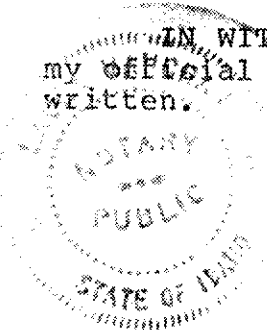
By: 
C. JULIAN RAY, President

STATE OF IDAHO)
) ss.

County of Blaine

On this 12th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared C. JULIAN RAY, known to me to be the President of C.J.R., INC., an Idaho corporation, which corporation is known to me to be a Partner in the Idaho General Partnership of CANUS acknowledged to me that he executed the within and foregoing instrument for and on behalf of said Partnership and in said Partnership's 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.



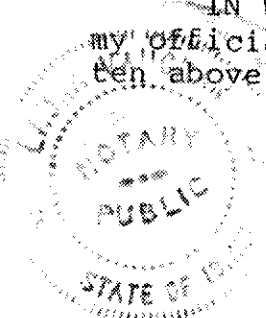
Laura Vaughan
Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: 6/5/83

STATE OF IDAHO .)
) ss.

County of Blaine

On this 12th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared GEORGE E. KLINGELHOFER, known to me to be the President of CHATAM IDAHO CORPORATION, an Idaho corporation, the corporation that executed the within and foregoing instrument, 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 written above.



Laura Vaughan
Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: 6/5/83

STATE OF IDAHO)
) ss.
County of)

On this 9th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared J. MARTIN IGO, known to me to be the person whose name is subscribed to the within instrument as the attorney-in-fact of THOMAS T. NAYLOR AND MARY M. NAYLOR, husband and wife, known to me to be Joint Venturers in the NAYLOR-IGO JOINT VENTURE, and acknowledged to me that he subscribed the names of THOMAS T. NAYLOR and MARY M. NAYLOR, husband and wife, thereto as principals and his own name 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 written above.


Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: lifetime

STATE OF IDAHO)
) ss.
County of)

On this 9th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared J. MARTIN IGO and JUDITH D. IGO, husband and wife, known to me to be Joint Venturers in the NAYLOR-IGO JOINT VENTURE, and the Partners who subscribed said joint venture name to the foregoing instrument, and acknowledged to me to me that they executed the within and foregoing instrument for and on behalf of said Joint Venture and in said Joint Venture's name.

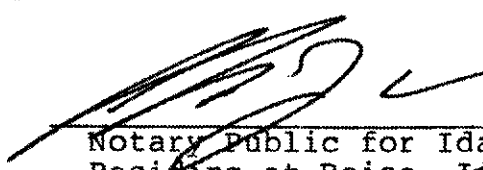
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: lifetime

STATE OF IDAHO)
) ss.
County of)

On this 9th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared J. MARTIN IGO and JUDITH D. IGO, husband and wife, known to me to be the persons whose names are subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

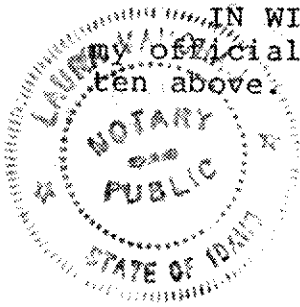

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: lifetime

STATE OF IDAHO)
) ss.
County of Blaine)

On this 12th day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared GEORGE E. KLINGELHOFER, known to me to be the President of CHATAM IDAHO CORPORATION, an Idaho corporation, the corporation that executed the within and foregoing instrument, 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 written above.



Notary Public for Idaho
Residing at Boise, Idaho
My commission expires: 6/5/83

STATE OF IDAHO, COUNTY OF ADA, ss.

Filed for record at the request of Gavens, McDewitt, et al

40 Min past 7 o'clock a.M. this 4 day of Dec 19 81

JOHN BASTIDA, Recorder

By Wanda L Kaspares Deputy

\$18.00 fee