

11. The general partner may admit additional limited partners in its discretion.

12. No limited partner shall have priority over any other limited partner as to contributions or as to compensation by way of income.

13. Any remaining general partner shall have the right to continue the business upon the death, retirement or insanity of any individual general partner.

14. No limited partner is given the right to demand and receive property other than cash in return for his contribution.

DATED this 19th day of October, 1982.

SYRINGA REALTY, INC.
General Partner

Julian C. Benoit
President

William E. Watkins
Secretary

Julian C. Benoit
General Partner

William E. Watkins
General Partner

STATE OF IDAHO)
)
County of Bonner) ss.

JULIAN C. BENOIT, upon oath, states that he is the President of Syringa Realty, Inc., an Idaho corporation, and one of the Limited Partners of Syringa Investors II; that he 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 his knowledge and belief.

Julian C. Benoit
Julian C. Benoit

SUBSCRIBED AND SWORN TO before me this 19th day of October,
1982.

William E. Watkins
Notary Public-State of Idaho
Residing at Sandpoint

STATE OF IDAHO)
)
County of Bonner) ss.

WILLIAM E. WATKINS, upon oath, states that he is the Secretary of Syringa Realty, Inc., an Idaho corporation, and one of the Limited Partners of Syringa Investors II; that he 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 his knowledge and belief.

William E. Watkins
William E. Watkins

SUBSCRIBED AND SWORN TO before me this 19th day of October,
1982.

Julian Benoit
Notary Public-State of Idaho
Residing at Sandpoint

EXHIBIT "B"

A PRIVATE PLACEMENT

SIGNATURE SCHEDULE OF SYRINGA INVESTORS II, AN IDAHO LIMITED PARTNERSHIP.

GENERAL PARTNER:

SYRINGA REALTY, INC., JULIAN C. BENOIT & WILLIAM E. WATKINS

By: Julian C. Benoit

Number of Units of Capital Interest 5

Amount of Cash or Agreed Value of
Other Property Contributed \$5,000.00

LIMITED PARTNERS:

<u>NAME</u>	<u>ADDRESS</u>	<u>SIGNATURE</u>
<u>George F. Rheinschmidt</u>	<u>P. O. Box 985 Sandpoint, ID 83864</u>	<u>George F. Rheinschmidt</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF IDAHO)

ss

County of Bonner)

On this day personally appeared before me George Rheinschmidt, known to me to be the individual(s) described in and who executed the foregoing instrument, and acknowledged to me that (t)he(y) executed the same as (his)(her)(Their) free and voluntary act and deed for the purposes stipulated therein.

Given under my hand and official seal the 2 day of July, 1982.

Julian Benoit
Notary Public in and for State of
Idaho; residing at Sandpoint
therein.
Commission expires Lifetime

