

CERTIFICATE OF LIMITED PARTNERSHIP

THE UNDERSIGNED, desiring to form a limited partnership under the Limited Partnership Law of the State of Idaho, make this Certificate for that purpose.

1. Name. The name of the partnership shall be "LONGVIEW GROUP VI, AN IDAHO LIMITED PARTNERSHIP."

2. Purpose. The purpose of the partnership shall be to purchase, own and manage real estate.

3. Location. The location of the partnership's principal place of business is Giacobbi Annex, Sun Valley Road, Ketchum, Blaine County, Idaho.

4. Members and Designation. The names and business addresses of the partners and their designation as general or limited partners are:

General Partner:	Orion Investments, an Idaho partnership P. O. Box 388 Sun Valley, ID 83353
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Limited Partners:

Orion Investments	P.O. Box 388 Sun Valley, ID 83353
James W. Dutcher	P.O. Box 1432 Sun Valley, ID 83353
Norman & Adelle Zimbel	c/o Foster Dykema Cabot 50 Milk Street Boston, MA 02109
Frank S. Hyer	c/o Foster Dykema Cabot 50 Milk Street Boston, MA 02109
Thomas L. Rourke	c/o Foster Dykema Cabot 50 Milk Street Boston, MA 02109
Samuel C. Murdough Trust	c/o Foster Dykema Cabot 50 Milk Street Boston, MA 02109
Virginia H. Lowery	c/o Foster Dykema Cabot 50 Milk Street Boston, MA 02109

Gerald M. Karon

c/o Foster Dykema Cabot
50 Milk Street
Boston, MA 02109

Thomas Marill

c/o Foster Dykema Cabot
50 Milk Street
Boston, MA 02109

Jane Morse IRA

c/o Foster Dykema Cabot
50 Milk Street
Boston, MA 02109

5. Term. The term for which this partnership is to exist is five (5) years.

6. Initial Contribution of Limited Partners.
Cash contributed by each limited partner are:

<u>Limited Partners</u>	<u>Cash Contribution</u>
Orion Investments	\$150,000
James W. Dutcher	100,000
Norman & Adelle Zimbel	50,000
Frank S. Hyer	35,000
Thomas L. Rourke	100,000
Samuel C. Murdough Trust	60,000
Virginia H. Lowery	60,000
Gerald M. Karon	60,000
Thomas Marill	50,000
Jane Morse IRA	35,000
	<u>\$700,000</u>

There is no initial contribution by Orion Investments as General Partner.

7. Subsequent Contributions of Limited Partners.
Each Limited Partner may (but shall not be obliged to) make such additional contributions to the partnership as may from time to time be agreed upon by the General Partner and Limited Partners.

8. Profit Shares of Limited Partners. The share of the profits which each Limited Partner shall receive by reason of his contribution is:

<u>Limited Partners</u>	<u>Percentage of Profits</u>
Orion Investments	21.43
James W. Dutcher	14.29
Norman & Adelle Zimbel	7.14
Frank S. Hyer	5.00
Thomas L. Rourke	14.29
Samuel C. Murdough Trust	8.57

Virginia H. Lowery
Gerald M. Karon
Thomas Marill
Jane Morse IRA

8.57
8.57
7.14
5.00

100%

9. Admission of Additional Limited Partners.

The General Partner is given the right to admit additional Limited Partners, provided that such admission is approved by seventy-five percent (75%) of the aggregate ownership of all partners.

10. Registered Agent. The name and address of

the registered agent of the Partnership is: Robert Korb, Suite 101, Kneeland Building, 128 Saddle Road, Ketchum, Idaho 83340.

11. Counterparts. This agreement may be executed

in several counterparts, each of which shall be deemed an original and may be executed by each of the Limited Partners on a separate signature page.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 10th day of February, 1989.

GENERAL PARTNER: ORION INVESTMENTS

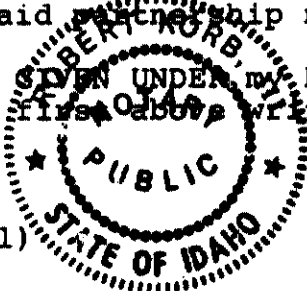
By Christopher T. DuPont
CHRISTOPHER T. DUPONT,
President of Christopher T.
DuPont, Inc., Partner

STATE OF IDAHO)
) ss.
COUNTY OF BLAINE)

On this 10th day of February, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared CHRISTOPHER T. DUPONT, known to me to be the President of one of the partners in the partnership of ORION INVESTMENTS, and the partner or one of the partners who subscribed said partnership name to the within instrument, and acknowledged to me that he executed the same in said partnership name.

GIVEN UNDER my hand and official seal on the day and year first above written.

(seal)



Robert Korb
NOTARY PUBLIC for Idaho
Residing at Ketchum
Commission Expires Lifetime

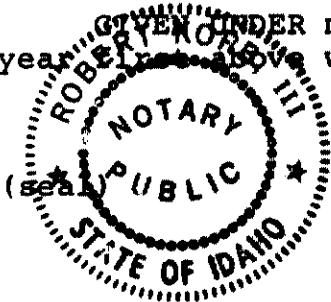
LIMITED PARTNER: ORION INVESTMENTS

By Christopher T. DuPont
CHRISTOPHER T. DuPONT,
President of Christopher T.
DuPont, Inc., Partner

STATE OF IDAHO)
) ss.
COUNTY OF BLAINE)

On this 10th day of February, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared CHRISTOPHER T. DuPONT, known to me to be the President of one of the partners in the partnership of ORION INVESTMENTS, and the partner or one of the partners who subscribed said partnership name to the within instrument, and acknowledged to me that he executed the same in said partnership name.

GIVEN UNDER my hand and official seal on the day and year first above written.



Robert M. [unclear]
NOTARY PUBLIC for Idaho
Residing at Ketchum
Commission Expires 11/1/91

LIMITED PARTNERS: James W. Dutcher, by Orion Investments,
General Partner, Attorney in Fact

JAMES W. DUTCHER, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
Dupont, Inc., Partner of
Orion Investments

Norman Zimbel, by Orion Investments,
General Partner, Attorney in Fact
NORMAN ZIMBEL, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
Dupont, Inc., Partner of
Orion Investments

Adelle Zimbel, by Orion Investments,
General Partner, Attorney in Fact
ADELLE ZIMBEL, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
Dupont, Inc., Partner of
Orion Investments

Frank S. Hyer, by Orion Investments,
General Partner, Attorney in Fact
FRANK S. HYER, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
Dupont, Inc., Partner of
Orion Investments

Thomas L. Rourke by Orion Investments,
General Partner, Attorney in Fact
THOMAS L. ROURKE, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
DuPont, Inc., Partner of
Orion Investments

SAMUEL C. MURDOUGH TRUST
Samuel C. Murdough, Trustee, by Orion
Investments, General Partner, Attorney
in Fact
BY SAMUEL C. MURDOUGH, Trustee,
by Orion Investments,
General Partner, Attorney in
Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher
T. DuPont, Inc., Partner
of Orion Investments

Virginia H. Lowery, by Orion Investments,
General Partner, Attorney in Fact
VIRGINIA H. LOWERY, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
DuPont, Inc., Partner of
Orion Investments

Donald M. Karon, by Orion Investments
General Partner, Attorney in Fact
GERALD M. KARON, by Orion
Investments, General Partner,
Attorney in Fact

By Christopher T. DuPont
Christopher T. DuPont,
President of Christopher T.
DuPont, Inc., Partner of
Orion Investments

*Thomas Marill, by Orion Investments,
General Partner, Attorney in Fact*
THOMAS MARILL, by Orion
Investments, General Partner,
Attorney in Fact

By *Christopher T. DuPont*
Christopher T. DuPont,
President of Christopher T.
DuPont, Inc., Partner of
Orion Investments

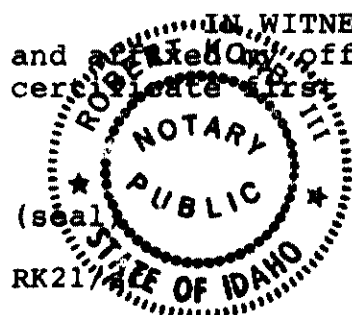
*Jane Morse IRA, by Orion Investments,
General Partner, Attorney in Fact*
JANE MORSE IRA, by Orion
Investments, General Partner,
Attorney in Fact

By *Christopher T. DuPont*
Christopher T. DuPont,
President of Christopher T.
DuPont, Inc., Partner of
Orion Investments

STATE OF IDAHO)
) ss.
County of Blaine)

On this 10th day of February, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared CHRISTOPHER T. DuPONT, known to me to be the President of Christopher T. DuPont, Inc., a Partner of ORION INVESTMENTS, General Partner, which subscribed the names of JAMES W. DUTCHER, NORMAN ZIMBEL, ADELLE ZIMBEL, FRANK S. HYER, THOMAS L. ROURKE, SAMUEL C. MURDOUGH TRUST, VIRGINIA H. LOWERY, GERALD M. KARON, THOMAS MARILL, and JANE MORSE IRA to the within instrument as principal, and the partnership name as attorney in fact and acknowledged the same.

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



Robert R. R.
NOTARY PUBLIC for Idaho
Residing at *Kekaha*
Commission Expires *Lifetime*

89 FEB 13 PM 2 19

February 9, 1989

State of Idaho
Statehouse
Boise, ID 83720

Re: Consent by Longview Group I, IV and V, Idaho Limited
Partnerships, for Use of Similar Name


Dear Clerk:

Orion Investments, a partnership which is the General
Partner of Longview Group I, IV and V, hereby consents to the use
of the name Longview Group VI, a Limited Partnership, by said
partnership for filing with the Idaho Secretary of State.

DATED: February 9, 1989.

ORION INVESTMENTS

By STEVEN GIACOBBI, INC.,
General Partner

By 
Steven Giacobbi,
Its President

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