

State of Oregon

SEP 12 8 26 AM '84

Department of Commerce Corporation Division

I, Jane Edwards, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, do hereby certify that I have carefully compared the annexed copies

with the record now on file in my office, and that the same is a correct transcript therefrom, and of the whole thereof. I further certify that this authentication is in due form and by the proper officer.

In Testimony Whereof, *I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon*
this 20th day of August, 19 84.

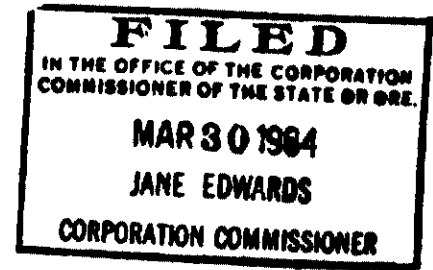


Jane Edwards

Corporation Commissioner

By Betty L. Cozby

LP 2929
AMENDED AND RESTATED
ARTICLES OF LIMITED PARTNERSHIP
OF
ROCKWOOD CALDWELL OREG. LTD.



The undersigned partners, pursuant to ORS 691.20 and that power of attorney granted to the General Partners as stated below, desire to amend its Articles of Limited Partnership as currently filed in the office of the Corporation Commissioner of the State of Oregon.

1. DATA: The following information is hereby incorporated in this Amended and Restated Certificate wherever referred to and as necessary to provide its fair meaning:

- 1.1 Partnership Name: Rockwood Caldwell Oreg. Ltd.
- 1.2 Power of Attorney Granted in Section Number: 21
- 1.3 General Partners' Adjusted Cash Capital Contributions: \$(1,528)
Limited Partners' Adjusted Cash Capital Contributions: \$27,279

2. ADDITIONAL AND SUBSTITUTE LIMITED PARTNERS: The Limited Partners listed on Schedule A have each subscribed to a counterpart of the Articles of Limited Partnership and have been admitted by the General Partners as Limited Partners of this Partnership. Each such partner has that address and has contributed the amount of capital for the number of Units set opposite his name.

We the undersigned, declare under the penalties of perjury, that we have examined this Amended and Restated Certificate of Limited Partnership and to the best of our knowledge and belief it is true, correct and complete.

DATED AND EXECUTED this 29th day of March, 1984.

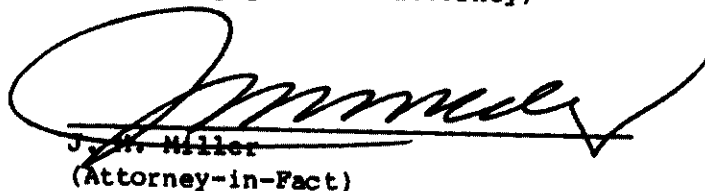
GENERAL PARTNERS:

LIMITED PARTNERS:

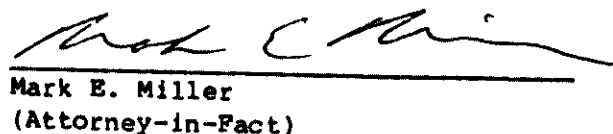
(as set forth in Schedule A)

(signed by power of attorney)


J. M. Miller


J. M. Miller
(Attorney-in-Fact)


Mark E. Miller


Mark E. Miller
(Attorney-in-Fact)

SCHEDULE A

<u>Limited Partners</u>	<u># Of Units</u>	<u>Capital Account</u>
Eugene M. Brown, M.D. 215 E. Hawaii Nampa, ID 83651	1	\$ 1,961
Richard O. Buck Virginia M. Buck 1829 Villard Street Eugene, OR 97403	1	\$ 1,962
John R. Gundran Eleanor L. Gundran 6625 Lakeside Drive N.E. Salem, OR 97305	.5	\$ 981
William J. Hansen 1325 Ewald Avenue S.E. Salem, OR 97302	1	\$ 5,535
Marcus C. Jordan Renate Jordan 950 W. 21st Street McMinnville, OR 97128	1	\$ 1,961
Nicholas J. Kondos 14316 N.E. Siskiyou Court Portland, Or 97230	1	\$ 5,535
William H. Schlauch Barbara M. Schlauch 3887 S. Shore Blvd. Lake Oswego, OR 97034	1	\$ 5,534
Charles E. Smith, M.D. Barbara J. Smith 108 West Highland View Drive Boise, ID 83702	.5	\$ 981
Luther P. Stumme, M.D. 2250 N.W. Flanders Portland, OR 97210	.5	\$ 981
Orin S. Thresher 27 Indian Shores Lincoln City, OR 97367	1	\$ 1,962
David L. White Lina F. White 1790 Walnut Street Eugene, OR 97403	1	\$ 1,961

SCHEDULE A (Continued)

<u>Limited Partners</u>	<u># Of Units</u>	<u>Capital Account</u>
D. Richard Wyatt 1422 - 8th Avenue Lewiston, ID 83501	.5	\$ 981
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Totals	10	\$30,335