

Nov 15 9:14 AM '84

SECRETARY OF STATE

RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

OF

WILLIAM R. HATCH ENTERPRISES LIMITED PARTNERSHIP

STATE OF IDAHO)
) ss.
County of Bonneville)

We, the undersigned, desiring to set forth the Certificate of Limited Partnership of William R. Hatch Enterprises Limited Partnership as it exists on this date do hereby certify to the Secretary of State of the State of Idaho that the following sets forth the Certificate of Limited Partnership of William R. Hatch Enterprises Limited Partnership as of the date hereof and that the Restated Certificate of Limited Partnership supersedes the original Certificate of Limited Partnership and all amendments thereto.

1. The name of the partnership is William R. Hatch Enterprises Limited Partnership.

2. The general nature of the partnership business is to acquire by purchase, exchange, lease, hire or otherwise, real estate of every kind, character, and description whatever, wherever located, and interests of all kinds therein (i) to hold, own, develop, improve, manage, operate, let as lessor or sublessor, and mortgage such property, (ii) to sell and exchange such property and interests therein, (iii) to obtain, use, dispose of and deal in and with such property in every other manner, either alone or in conjunction with others, as partners, joint venturers or otherwise, and (iv) to carry on the business of managing agent, broker, finder, consultant and all other functions in connection therewith as well as engage in all other lawful business activities.

3. The principal place of business of the partnership is in Bonneville County, Idaho. The resident agent for service of process shall be Valeria H. Crapo, Route 4, Box 72, Idaho Falls, Idaho 83401.

4. The names and addresses of each general and limited partner are as follows:

GENERAL PARTNERS

Valeria H. Crapo

PLACE OF RESIDENCERoute 9, Box 181
Idaho Falls, Idaho 83402LIMITED PARTNERS

Beulah T. Hatch

2690 Fieldstream Lane
Idaho Falls, Idaho 83401Joel K. Mellor and
Mary Lou MellorNorth 7812 Stephens
Spokane, Washington 99208Dennis K. and Sylvia
Hendricks646 Crestview Avenue
Idaho Falls, Idaho 83401Vernon E. and Beulah
Jane Bush183 South 200 East
American Fork, Utah 84003William James and
Jannet Hatch10235 N.E. 143rd Street
Bothell, Washington 98011L. Blain and
Patricia Ann Nelson680 E. Pioneer Dr.
Soda Springs, Idaho 83276The Trust Created under
the Last Will and
Testament of Terry L.
Crapo, Valeria H. Crapo
TrusteeRoute 9, Box 181
Idaho Falls, Idaho 83402

5. The term of the partnership commenced on the 20th day of September, 1976, and shall continue indefinitely until terminated in the manner provided in the articles of Partnership.

6. A description of the existing capital ownership of each partner is as follows:

<u>General Partners</u>	<u>General Partnership Units</u>	<u>Percent of Interest</u>	<u>Agreed Value or Amount of Cash</u>
Valeria H. Crapo	36.04	3.604	\$19,822.00

<u>Limited Partners</u>	<u>Limited Partnership Units</u>	<u>Percent of Interest</u>	<u>Agreed Value or Amount of Cash</u>
Beulah T. Hatch	5.36	.536	\$ 2,948.00
Joel K. and Mary Lou Mellor	166.66	16.666	91,663.00
Dennis K. and Sylvia Hendricks	166.66	16.666	91,663.00
Vernon and Beulah Jane Bush	166.66	16.666	91,663.00
William James and Jannet Hatch	166.66	16.666	91,663.00
Blain and Patricia Ann Nelson	166.66	16.666	91,663.00
The Trust Created under the Last Will and Testament of Terry L. Crapo, Valeria H. Crapo Trustee	<u>125.3</u>	<u>12.53</u>	<u>68,915.00</u>
	1000	100	\$550,000.00

7. The net profits of the partnership shall be divided among all Partners in proportion to their partnership units.

8. There is no agreement concerning the making of additional contributions by any limited partner, nor is there any agreement concerning the time when the contribution of any limited partner is to be returned.

9. A limited partner may substitute his spouse, children, issue, siblings, or any member of his family, or a trust, corporation, or legal entity created primarily for the benefit of such persons, without the consent or approval of the partners. Any other substitution of a limited partner requires the consent of a majority of the general partners.

10. Additional limited partners may be admitted only upon the consent of a majority of the general partners.

11. There are no priorities between the limited partners as to contributions or as to compensation by way of income.

12. In the event of the death or retirement of any general or limited partner, the partnership shall be dissolved, but the remaining partners shall have the right to continue the partnership business by purchasing the deceased or retiring partner's interest in the partnership at a value to be determined by appraisal to be made by three appraisers.

13. The original Certificate of Limited Partnership was filed in the records of Bonneville County, Idaho, on the 18th day of November, 1976.

DATED this ~~29th~~^{2nd} day of ~~December~~^{January}, 1984.

DATED: 2 January 1984 Valeria H. Crapo
Valeria H. Crapo

GENERAL PARTNERS

DATED: 2 January 1984 Beulah T. Hatch
Beulah T. Hatch

SUBSCRIBED and sworn to before me this 2 day
of January, 1984.

(Seal)

Rene Forman
Notary Public for Idaho
Residing at: Blaine Falls
My Commission Expires: Life

DATED:

Oct. 26, 1984

Joel K. Mellor
Joel K. Mellor

DATED:

Oct 26, 1984

Mary Lou Mellor
Mary Lou Mellor

SUBSCRIBED and sworn to before me this 26th day
of OCT, 1983.

(Seal)

De Palmer
Notary Public for WY.

Residing at: SPOKANE

My Commission Expires: 03-01-85

DATED:

10-1-84

Dennis K. Hendricks
Dennis K. Hendricks

DATED:

10-1-84

Sylvia Hendricks
Sylvia Hendricks

SUBSCRIBED and sworn to before me this 1 day
of October, 1984.

(Seal)

Robert J. Farnham
Notary Public for Idaho

Residing at: Boise, Idaho

My Commission Expires: 1984

DATED:

15 OCTOBER 1984 Vernon E Bush
Vernon E. Bush

DATED:

15 OCTOBER 1984 Beulah Jane Bush
Beulah Jane Bush

SUBSCRIBED and sworn to before me this 15th day
of October, 1984

(Seal)

Sara Tweedie
Notary Public for Utah
Residing at: 8011 Lake County, UT
My Commission Expires: 7/6/87

DATED:

NOVEMBER 2, 1984

William Hatch
William James Hatch

DATED:

NOVEMBER 2, 1984

Janet Hatch
Janet Hatch

SUBSCRIBED and sworn to before me this 2nd day
of Nov, 1984

(Seal)

Joan A. Romaine
Notary Public for Wash
Residing at: Redmond
My Commission Expires: 4-2-85

DATED: 3 August 1984 L. Blain Nelson
L. Blain Nelson

DATED: 3 August 1984 Patricia Ann Nelson
Patricia Ann Nelson

SUBSCRIBED and sworn to before me this 3rd day
of August, 1984.

(Seal)

[Signature]
Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: Life

DATED: 2 January 1984 Valeria H. Crapo
Valeria H. Crapo, Trustee of
The Trust Created under the Last
Will and Testament of Terry L.
Crapo,

SUBSCRIBED and sworn to before me this 2nd day
of January, 1984.

(Seal)

[Signature]
Notary Public for Idaho
Residing at: Idaho Falls
My Commission Expires: Life