

10018  
RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

OF

ZWEIFEL RANCHES,

AN IDAHO LIMITED PARTNERSHIP

STATE OF IDAHO )  
County of Bonneville ) ss.

We, the undersigned, desiring to set forth the Certificate of Limited Partnership of Zweifel Ranches, an Idaho 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 Zweifel Ranches 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 Zweifel Ranches, an Idaho Limited Partnership.

2. The general nature of the partnership business is to own, lease and operate ranching and farming properties and related businesses together with all required machinery and equipment of every name, nature and type.

as well as engage in all other lawful business activities.

3. The principal place of business of the partnership is in Jefferson County, Idaho.

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

GENERAL PARTNERS

PLACE OF RESIDENCE

Glen F. Zweifel

Montevue, Idaho 83435

Stephen Vern Zweifel

Montevue, Idaho 83435

David Glen Zweifel

Box 212, Dubois, Idaho 83423

Robert W. Zweifel	Monteview, Idaho 83435
<u>LIMITED PARTNERS</u>	<u>PLACE OF RESIDENCE</u>
Glen F. Zweifel	Monteview, Idaho 83435
Margaret A. Zweifel	Monteview, Idaho 83435
Stephen Vern Zweifel	Monteview, Idaho 83435
Arlene Sargis	Route #3, Box 168 Idaho Falls, Idaho 83401
David Glen Zweifel	Box 212, Dubois, Idaho 83423
Linda Joy Hill	4879 Maverick Way Boise, Idaho 83709
Robert W. Zweifel	Monteview, Idaho 83435
Kathleen Schofield	Dubois, Idaho 83423

5. The term of the partnership commenced on the 21st day of December, 1979, 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>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
Glen F. Zweifel	970	9.70%	\$ 72,750.00
Stephen Vern Zweifel	10	1.00%	750.00
David Glenn Zweifel	10	1.00%	750.00
Robert W. Zweifel	<u>10</u>	<u>1.00%</u>	<u>\$ 750.00</u>
TOTAL	1000	10%	\$ 75,000.00
<u>Limited Partners</u>	<u>Units</u>	<u>Percent of Interest</u>	<u>Property Contribution</u>
Glen F. Zweifel and Margaret A. Zweifel (community property)	6090	60.90%	\$456,750.00
Stephen Vern Zweifel	480	4.8%	\$ 36,000.00
Arlene Sargis	490	4.9%	\$ 36,750.00

David Glen Zweifel	480	4.8%	\$ 36,000.00
Linda Joy Hill	490	4.9%	\$ 36,750.00
Robert W. Zweifel	480	4.8%	\$ 36,000.00
Kathleen Schofield	<u>490</u>	<u>4.9%</u>	<u>\$ 36,750.00</u>
TOTAL	<u>9000</u>	<u>90%</u>	<u>\$675,000.00</u>
TOTAL PARTNERSHIP	10000	100%	\$750,000.00

7. The net profits and net losses of the partnership (except for capital gains and losses) shall be divided among the partners on the following basis: Seventy percent (70%) of any such profits and losses shall be allocated to the General Partners. Thirty percent (30%) of any such profits and losses shall be allocated to the Limited Partners. Capital gains and losses shall be divided among all partners in proportion to their partnership units, both limited and general.

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 Jefferson County, Idaho, on the 28th day of December, 1979.

14. The name and address of the agent for service of process on the partnership shall be Glen F. Zweifel, Montevue, Idaho.

DATED this 8<sup>th</sup> day of December, 1982.

Glen F. Zweifel  
Glen F. Zweifel

Margaret Zweifel  
Margaret Zweifel

Stephen V. Zweifel  
Stephen Vern Zweifel

By Glen F. Zweifel  
Glen F. Zweifel P/A

Arlene Sargis  
Arlene Sargis

By Glen F. Zweifel  
Glen F. Zweifel P/A

David Glenn Zweifel  
David Glenn Zweifel

By Glen F. Zweifel  
Glen F. Zweifel P/A

Linda Joy Hill  
Linda Joy Hill

By Glen F. Zweifel  
Glen F. Zweifel P/A

Robert W. Zweifel  
Robert W. Zweifel

By Glen F. Zweifel  
Glen F. Zweifel P/A

Kathleen Schofield  
Kathleen Schofield

By Glen F. Zweifel  
Glen F. Zweifel P/A

Subscribed and sworn to before me this 8<sup>th</sup> day of  
December, 1982.

(seal)

Gary M. Miller  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: Life