

# State of Oregon

MAK 13 5 15 AM '84  
FILE

## Department of Commerce Corporation Division

*I, Frank J. Healy, 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 copy of*  
Amended Certificate of Limited Partnership of NORTHWEST APARTMENTS OREG. LTD.

*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 7th day of September, 1983.



**Frank J. Healy**

*Corporation Commissioner*

*By [Signature]*

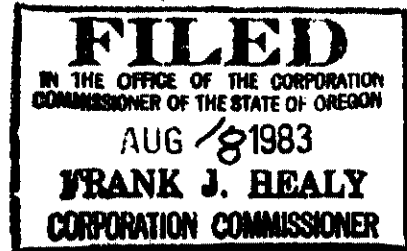
FILE NO. LP 2822

AMENDED AND RESTATED

ARTICLES OF LIMITED PARTNERSHIP

OF

NORTHWEST APARTMENTS 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: Northwest Apartments Oreg. Ltd.
- 1.2 Power of Attorney Granted in Section Number: 17
- 1.3 General Partners' Adjusted Cash Capital Contributions: \$(48,460)  
Limited Partners' Adjusted Cash Capital Contributions: \$107,698

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.

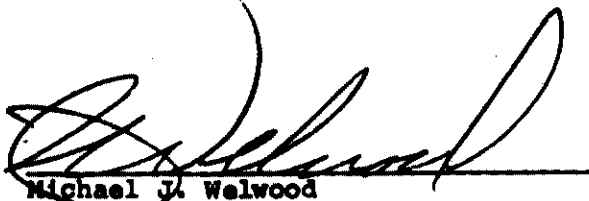
We the undersigned, declare under the penalties of perjury, that we have examined this Amended and Restated Certificate of Limited Partnership and to the best of our knowledge and belief it is true, correct and complete.

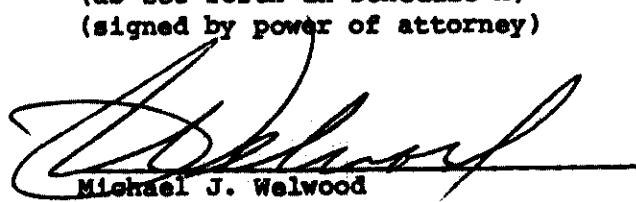
DATED AND EXECUTED this 17th day of June, 1983.

GENERAL PARTNERS:


LIMITED PARTNERS:

(as set forth in Schedule A)  
(signed by power of attorney)

  
Michael J. Welwood

  
Michael J. Welwood  
(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>
George K. Austin Joan D. Austin P.O. Box 209 Newberg, Oregon 97132	1	\$ 6,731
Gayetta A. Barker 2111 North Ocean Blvd. Pomano Beach, Florida 33062	1	\$ 6,731
Anita M. Birkland 1418 E. Lincoln Avenue Anaheim, California 92805	1	\$ 6,731
D. Bruce Butler 2862 S.E. Primrose Court Hillsboro, Oregon 97123	.5	\$ 3,365
Lawrence R. Derr 3660 S.W. 73rd Avenue Portland, Oregon 97225	1	\$ 6,731
Lester M. John 2753 N.W. Monte Vista Terrace Portland, Oregon 97210	1	\$ 6,731
Regina M. John 2753 N.W. Monte Vista Terrace Portland, Oregon 97210	.5	\$ 3,366
Elliott H. Jurgenson 2420 - 178th Avenue N.E. Redmond, Washington 98052	.5	\$ 3,366
Sam Kay, Jr. 6149 S.W. Shattuck Road Portland, Oregon 97225	1	\$ 6,731
Stanley C. Kennedy 17763 S.W. Kelok Road Lake Oswego, Oregon 97304	1	\$ 6,731
Donald E. Lapham 16733 Maplevild S.E. Seattle, Washington 98166	1	\$ 6,731
Sandy Leonard Marilyn Leonard 28655 S.E. W.K. Anderson Road Gresham, Oregon 97030	1	\$ 6,731

<u>Limited Partners</u>	<u># Of Units</u>	<u>Capital Account</u>
Gary R. McAdams 2500 First Interstate Tower Portland, Oregon 97201	.5	\$ 3,366
Frank M. McCord 2025 - 77th Avenue N.E. Bellevue, Washington 98004	1	\$ 6,731
Loren E. Parks P.O. Box BB Beaverton, Oregon 97005	1	\$ 6,731
RACC 6420 S.W. Canby Portland, Oregon 97221	1	\$ 6,731
Dale C. Reynolds, M.D. 2887 N.W. Westover Road Portland, Oregon 97201	.5	\$ 3,366
Robert W. Thomas 734 N.W. Harmon Blvd. Bend, Oregon 97701	1	\$ 6,731
David B. Winder 2711 First Avenue N. Seattle, Washington 98109	.5	\$ 3,366