

ADDENDUM TO AMENDED AND RESTATED
CERTIFICATE AND AGREEMENT OF
LIMITED PARTNERSHIP
HARBORVIEW ASSOCIATES, LIMITED PARTNERSHIP

THIS ADDENDUM, made and entered into as of the 2nd day of October, 1985, is agreed to as if fully set forth in the Amended and Restated Certificate and Agreement of Limited Partnership of Harborview Associates, an Idaho limited partnership, dated September 27, 1985:

"4.8 Minimum Gain Chargeback. Notwithstanding anything contained in this Article IV to the contrary:

"A. If, for any taxable year, any loss or deduction (or any item thereof) would cause the sum of the negative balances in the Partners' capital accounts to exceed the "minimum gain" (defined under § 1.704-1(b)(4)(iv)(b) of the Proposed Regulations, and determined at the end of the Partnership's taxable year), then such loss or deduction (or item thereof) shall not be allocated to Partners with negative balances, but shall be allocated as follows:

"(1) First, to the Partners with positive capital account balances, an amount equal to such positive balances, pro rata in proportion to such positive balances; and

"(2) Second, the remainder to the Partners in the percentage shares set forth in Section 4.1.

"B. If at the end of any taxable year the sum of the negative capital account balances exceeds the "minimum gain," Partners with negative capital account balances shall, to the extent possible and as rapidly as possible, be allocated taxable income, if any, pro rata in an amount which will eliminate such excess."

HARBOR VISTA ASSOCIATES LIMITED
PARTNERSHIP, An Oregon Limited
Partnership

By


Robert M. Arcand
General Partner

HARBORVIEW ASSOCIATES,
An Idaho Limited Partnership

By Blair Reiley

By R. S. Palmer

By Louis Buchsieb

STATE OF OREGON)
) ss.
County of Multnomah)

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Oregon, this 26th day of September, 1985, by ROBERT M. ARCAND, a General Partner of Harbor Vista Associates Limited Partnership, an Oregon limited partnership, individually and on behalf of the Partnership.

Shanna J. Roedel
NOTARY PUBLIC FOR OREGON
My Commission Expires: 8-17-89

STATE OF IDAHO)
) ss.
County of _____)

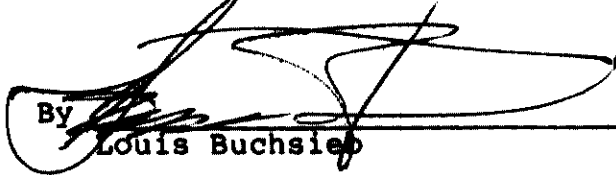
The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Idaho, this ____ day of _____, 1985, by BLAIR REILEY, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.

NOTARY PUBLIC FOR IDAHO
Residing at: _____
My Commission Expires: _____

HARBORVIEW ASSOCIATES,
An Idaho Limited Partnership

By _____
Blair Reiley

By _____
R. S. Palmer

By  _____
Louis Buchsies

STATE OF OREGON)
) ss.
County of Multnomah)

The foregoing instrument was acknowledged before me,
the undersigned Notary Public for the State of Oregon, this ____
day of _____, 1985, by ROBERT M. ARCAND, a General Partner
of Harbor Vista Associates Limited Partnership, an Oregon limited
partnership, individually and on behalf of the Partnership.

NOTARY PUBLIC FOR OREGON
My Commission Expires: _____

STATE OF IDAHO)
) ss.
County of _____)

The foregoing instrument was acknowledged before me,
the undersigned Notary Public for the State of Idaho, this ____
day of _____, 1985, by BLAIR REILEY, in his capacity as a
General Partner of Harborview Associates, an Idaho limited
partnership, individually as a General Partner, on behalf of the
Partnership.

NOTARY PUBLIC FOR IDAHO
Residing at: _____
My Commission Expires: _____

STATE OF ~~IDAHO~~ ^{Wash.})
County of Chelan) ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of ~~Idaho~~, this 2nd day of October, 1985, by LOUIS BUCHSIEB, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.

Shannon T. Hollmeyer
NOTARY PUBLIC FOR ~~IDAHO~~ ^{Wash.}
Residing at: Chelan
My Commission Expires: 8-21-87

STATE OF IDAHO)
County of _____) ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Idaho, this _____ day of _____, 1985, by R. S. PALMER, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.

NOTARY PUBLIC FOR IDAHO
Residing at: _____
My Commission Expires: _____

HARBORVIEW ASSOCIATES,
An Idaho Limited Partnership

By 
Blair Reiley

By 
R. S. Palmer

By _____
Louis Buchsieb


STATE OF OREGON)
) ss.
County of Multnomah)

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Oregon, this ____ day of _____, 1985, by ROBERT M. ARCAND, a General Partner of Harbor Vista Associates Limited Partnership, an Oregon limited partnership, individually and on behalf of the Partnership.

NOTARY PUBLIC FOR OREGON
My Commission Expires: _____

STATE OF IDAHO)
) ss.
County of Blaine)

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Idaho, this 3rd day of October, 1985, by BLAIR REILEY, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.


NOTARY PUBLIC FOR IDAHO
Residing at: Hailey
My Commission Expires: life

STATE OF IDAHO)
) ss.
County of _____)

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Idaho, this _____ day of _____, 1985, by LOUIS BUCHSIEB, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.

NOTARY PUBLIC FOR IDAHO
Residing at: _____
My Commission Expires: _____

STATE OF IDAHO)
) ss.
County of Blaine)

The foregoing instrument was acknowledged before me, the undersigned Notary Public for the State of Idaho, this 3rd day of October, 1985, by R. S. PALMER, in his capacity as a General Partner of Harborview Associates, an Idaho limited partnership, individually as a General Partner, on behalf of the Partnership.

Linda Smith

NOTARY PUBLIC FOR IDAHO
Residing at: Hailey
My Commission Expires: life