

FILED EFFECTIVE

2014 MAR 05 PM 1:02



CERTIFICATE OF LIMITED PARTNERSHIP

(Instructions on back of application)

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited partnership:
Riverview Industrial Park, L.P.

2. The mailing address of the principal office:
960 E. Riverpark Lane, Boise, Idaho 83706

3. The name and business address of the registered agent:
Joanne Fahrenwald, 960 E. Riverpark Lane, Boise, Idaho 83706

4. The name and mailing address of each general partner:	
<u>Name</u>	<u>Address</u>
Riverview Industrial Park Management LLC	226 S. Kalaeo Avenue, Apt. B
	Kailua, Hawaii 96734

(If more space is needed, continue in item 6.)

5. This limited partnership [is not] [is] a limited liability limited partnership.
(If you check that your partnership is a limited liability limited partnership, your partnership name must end in LLLP or Limited Liability Limited Partnership.)

6. Other matters (optional):

7. Signature of all general partners:

M. Eleanor Fahrenwald

Miriam E. Fahrenwald

Typed Name
Sole Manager of General Partner

Typed Name

Typed Name

Typed Name

Secretary of State use only

idoc/forms/limitedpartnership.pdf Revised 03/2006

IDAHO SECRETARY OF STATE
03/14/2014 05:00
CK: NONE CT: 221020 BH: 1415332
1 @ 30.00 = 30.00 DOMESTICTN # 2

L6985

FILED EFFECTIVE

2014 MAR 05 PM 1:02

STATEMENT OF DOMESTICATION
OF
RIVERVIEW INDUSTRIAL PARK, LTD., A NEVADA LIMITED PARTNERSHIP

EFFECTIVE as of February 25, 2014, the undersigned, RIVERVIEW INDUSTRIAL PARK, LTD., A NEVADA LIMITED PARTNERSHIP (the "Domesticating Entity"), hereby acts on, and RIVERVIEW INDUSTRIAL PARK MANAGEMENT LLC, a Hawaii limited liability company and MIRIAM ELEANOR FAHRENWALD, Trustee of the Richard E. Fahrenwald Amended 1980 Revocable Trust, as amended and restated (collectively, the "Partners"), being the general partner and the limited partner, respectively, in the Domesticating Entity, hereby adopt and approve, this Statement of Domestication pursuant to which the Domesticating Entity will become a domesticated Idaho limited partnership:

1. **Domesticating Entity.** The name of the Domesticating Entity is Riverview Industrial Park, Ltd., A Nevada Limited Partnership. The organizational form of the Domesticating Entity is a Nevada limited partnership and the Domesticating Entity was formed under the laws of the State of Nevada.

2. **Domesticated Entity.** The name of the Domesticated Entity is to be Riverview Industrial Park, L.P. (the "Domesticated Entity"). The organizational form of the Domesticated Entity is to be a limited partnership and the Domesticated Entity is to be organized under the laws of the State of Idaho.

3. **Continuing Existence.** The Domesticating Entity is continuing its existence in the organizational form of the Domesticated Entity.

4. **Filings.** The general partner of the Domesticating Entity, with full power and authority to act alone, shall execute, as the general partner, a Certificate of Limited Partnership for the Domesticated Entity in substantially the form attached as Schedule 1. The general partner of the Domesticating Entity shall deliver:

(a) to the Secretary of State of the State of Idaho the Secretary of State of the State of Idaho, this Statement of Domestication, together with the executed Certificate of Limited Partnership; and

(b) such other documents and information, including payment of the appropriate filing fees, as such officer may determine to be necessary or appropriate, and is authorized to make such changes to the forms of the attached documents to comply with any filing requirements.

The general partner, with full power and authority to act alone, is authorized to make such changes to the forms of the attached documents in order to comply with any filing requirements of the State of Nevada and/or the State of Idaho.

5. **Manner and Basis of Domesticating Partnership Interests.** When the domestication becomes effective, the percentage partnership interests in the Domesticating Entity held by each of the Partners (in such Partner's capacity as a general partner or limited partner) shall be converted into the same percentage partnership interest in the Domesticated

LE 6382

Entity as set forth in the Limited Partnership Agreement of Riverview Industrial Park, Ltd., without the payment or delivery of any cash or other consideration.

6. Effect of Domestication. When the domestication becomes effective:

(a) the Domesticating Entity shall continue to exist without interruption, but in the organizational form of the Domesticated Entity;

(b) all rights, title, and interest in all real estate and other property owned by the Domesticating Entity shall automatically be owned by the Domesticated Entity without reversion or impairment, subject to any existing liens or other encumbrances thereon;

(c) all liabilities and obligations of the Domesticating Entity shall automatically be liabilities and obligations of the Domesticated Entity without impairment or diminution due to the domestication;

(d) the rights of creditors of the Domesticating Entity shall continue against the Domesticated Entity and shall not be impaired or extinguished by the domestication;

(e) any action or proceeding pending by or against the Domesticating Entity may be continued by or against the Domesticated Entity without any need for substitution of parties;

(f) the partnership interests in the Domesticating Entity that are to be converted into partnership interests in the Domesticated Entity as provided in this Statement of Domestication shall be converted; and

(g) the general partner and the limited partner of the Domesticated Entity shall be liable for the debts and obligations of the Domesticating Entity that existed before the domestication takes effect only to the extent that such general partner and limited partner: (i) agreed in writing to be liable for such debts or obligations; (ii) was liable under applicable law prior to the effective date of the domestication, for such debts or obligations; or (iii) becomes liable under applicable law for existing debts and obligations of the Domesticated Entity by becoming a general partner or limited partner of the Domesticated Entity.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Statement of Domestication to evidence their acting on and approving this Statement of Domestication as of the date first above written.

GENERAL PARTNER

RIVERVIEW INDUSTRIAL PARK
MANAGEMENT LLC, a Hawaii limited
liability company

By: Miriam E. Fahrenwald
Miriam E. Fahrenwald
Its Manager

LIMITED PARTNER

Miriam Eleanor Fahrenwald
MIRIAM ELEANOR FAHRENWALD,
Trustee of the Richard E. Fahrenwald
Amended 1980 Revocable Trust, as
amended and restated

SCHEDULE 1

**CERTIFICATE LIMITED PARTNERSHIP
OF
RIVERVIEW INDUSTRIAL PARK, L.P.**