

CERTIFICATE OF LIMITED PARTNERSHIP 22 9 32 AM '88

OF

SECRETARY OF STATE

HOVEE GROUP, A LIMITED PARTNERSHIP

The undersigned, constituting all of the General and Limited Partners of HOVEE GROUP, a limited partnership created under the laws of the State of Idaho, hereby acknowledge and execute this Certificate of Limited Partnership pursuant to Section 53-208 of the Idaho Code.

1. The name of the partnership is HOVEE GROUP, A LIMITED PARTNERSHIP.

2. The nature and purpose of the partnership's business is to engage in the business of investments, purchase and operation of real estate properties, and such other business activities related thereto as shall be agreed upon by the General Partner.

3. The principal place of business of the partnership is 1983 S. Springbrook Lane, Boise, Idaho 83706. The names and places of residence of the General and Limited Partners are as set forth below. The registered agent for service of process is designated as Mel Morgan, 1983 S. Springbrook Lane, Boise, Idaho 83706.

4. The term of this partnership shall commence as of the date this Certificate is recorded and shall continue until terminated and dissolved as provided in the Agreement of Limited Partnership of the partnership.

5. The initial contribution of the Limited Partners are as set forth opposite their signatures below. The Limited Partners have contributed no other property to the partnership.

6. The Limited Partners are not required to make any additional cash contributions.

7. There is no time agreed upon when the contribution of each Limited Partner is to be returned.

8. The share of profits which each Limited Partner shall receive of his initial cash contribution is as set forth opposite his signature below.

9. No Limited Partner may substitute an assignee in his place without the written consent of the General Partner.

10. Partners then owning sixty-six percent (66%) or more of the profit and loss interests in the Partnership may elect to admit additional Limited Partners.

11. No Limited Partner is entitled to priority over other Limited Partners as to contributions or as to compensation by way of income.

12. The retirement, withdrawal, death, insanity, incompetency, bankruptcy, or act of insolvency of the General Partner shall not dissolve the Partnership, if any remaining or successor General Partner elects to continue the business of the Partnership or if the remaining Limited Partners

unanimously so elect in the absence of any remaining or successor General Partner.

13. The Limited Partners shall not have the right to receive property other than cash as return of their capital contributions.

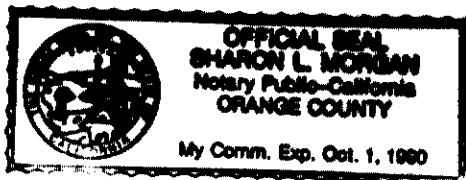
14. A Limited Partner shall have the power to vote upon all matters described in the Idaho Limited Partnership Act. A vote by the Partners owning sixty-six percent (66%) or more of the profit and loss interests of the Partnership is required for approval of the matters described in the Act.

IN WITNESS WHEREOF, the undersigned have executed and acknowledged this Certificate of Limited Partnership as of this 27 day of Sept, 1988.

<u>GENERAL PARTNERS</u>	<u>CAPITAL CONTRIBUTION AND AGREED UPON VALUE</u>	<u>INTEREST IN PROFITS/LOSSES</u>
<u>Mel Morgan</u> MEL MORGAN 1983 S. Springbrook Ln. Boise, Idaho 83706	1000	25%
<u>Louis F. Racine, Jr.</u> LOUIS F. RACINE, JR. P.O. Box 1391 Pocatello, Idaho 83204	1000	25%

STATE OF CALIFORNIA)
)
County of Orange) : SS

On this 18th day of August, 1988, before me a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared ROBERT A. HOVEE, a Limited Partner of HOVEE GROUP, a limited partnership, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



Sharon L. Moran
NOTARY PUBLIC FOR CALIFORNIA
Residing at: Orange, CA
My Commission Expires: 10-1-90

(SEAL)

STATE OF ~~UTAH~~ ARIZONA)
)
County of MARICOPA) : SS

On this 16 day of August, 1988, before me a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared EARL D. MORGAN, a Limited Partner of the HOVEE GROUP, a limited partnership, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

Dede Layne
NOTARY PUBLIC FOR ~~UTAH~~ AZ
Residing at: Beckwith, Ariz
My Commission Expires: _____

(SEAL.)

My Commission Expires May 31, 1989