

Lincoln County

LV 220946 MC      CERTIFICATE OF LIMITED PARTNERSHIP  
When recorded return to:  
Butler Ranch Ltd.  
1701 West Charleston  
Las Vegas, Nv. 89102

State of Nevada  
County of Lincoln  
County of Clark

SS: Butler Ranch, Ltd.

The undersigned, desiring to form a Limited Partnership pursuant to the laws of the State of Nevada, Certify as follows:

1. Name

The name of Partnership is Butler Ranch, Ltd.

2. Purpose

The purpose of the Partnership is to carry on, in Nevada or elsewhere, the Business of purchasing, and development of Real Estate.

3. Place of Business

The principal place of business of the Partnership is at 1701 West Charleston Suite 510, Las Vegas, Nevada 89102

4. Name and place of General Partners

<u>Name</u>	<u>Place of Residence</u>
Donald S. Williams	5352 Supai Drive Las Vegas, Nevada 89103
Alton C. Bingham	6411 West Deer Spring Way Las Vegas, Nevada 89131

Name and Place of Limited Partners

<u>Name</u>	<u>Place of Residence</u>
Nevada Development and Real ty	1701 West Charleston Suite 200 Las Vegas, Nevada 89102
Alton C. Bingham	6411 West Deer Spring Way Las Vegas, Nevada 89102
Donald S. Williams	5352 Supai Drive Las Vegas, Nevada 89103
Lee Walker	601 South Rancho Drive Quail Park D-31 Las Vegas, Nevada 89106

5. Term

The Term for which the Partnership is to exist is from October 30, 1985, to October 30, 2035

6. Limited Partners Capital Contributions:

	<u>Cash</u>	<u>3 Year Notes</u>
Nevada Development & Realty Co.	\$ 20,000	\$ 146,666
Lee E. Walker	10,000	73,333
Alton C. Bingham	10,000	73,333
Donald S. Williams	20,000	146,666

7. Return of Limited Partners Capital

The contribution of each Limited Partner is to be returned to such partner upon the following:

- a) Upon dissolution of Partnership
- b) Upon sale of major assets

8. Allocation of Profits and losses

The share of the profits and losses which each limited partner shall be entitled to receive is as follows:

<u>Name</u>	<u>Percentage</u>
Nevada Development Realty Co.	20%
Lee E. Walker	10%
Alton C. Bingham	10%
Donald S. Williams	20%

9. Limited Partner Assignee

The Limited Partners has the right to substitute an assignee as contributor in his place for no additional costs.

10. Continuation of Partnership

In the event of the General Partners death, expulsion, or retirement the remaining partners who ownership total more than 60% can elect a successor General Partner to continue the business of the Partnership.



Lincoln County

STATE OF NEVADA )  
                  ) ss.  
COUNTY OF CLARK)

On this 4<sup>th</sup> day of December, 1985, before me,  
the undersigned, a Notary Public in and for said County and State, personally  
appeared Leonard Rosenthal, known to me to be the person  
described in and whose signature is subscribed to the within instrument and  
suly acknowledge to me that he executed the said instrument and voluntarily  
and for the uses and purposes therein mentioned.

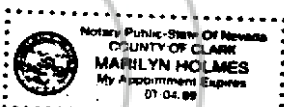
Madeline Badler  
Notary Public



Lincoln County

STATE OF NEVADA )  
                          ) ss.  
COUNTY OF CLARK)

On this 4 day of December, 1985, before me,  
the undersigned, a Notary Public in and for said County and State, personally  
appeared Lee E. Walker, known to me to be the person  
described in and whose signature is subscribed to the within instrument and  
suly acknowledge to me that he executed the said instrument and voluntarily  
and for the uses and purposes therein mentioned.



Notary Public  
5010 Indian River Drive apt 434  
Las Vegas, Nevada 89103

No. 84318  
FILED AND RECORDED AT REQUEST OF  
Dominick Belinsheri  
Dec. 11, 1985  
AT 30 MINUTES PAST 10 O'CLOCK  
A M IN BOOK 69 OF OFFICIAL  
RECORDS, PAGE 133 LINCOLN  
COUNTY, NEVADA.  
YURIKO SETZER  
COUNTY RECORDER

By M. Cole, Deputy