

335 2853

Receipt Number: _____

13712683

File Number

DP001593



LIMITED_PARTNERSHIP

For

VALENTINE APARTMENTS LIMITED PARTNERSHIP

Filed at the request of:

RONALD J WHEELER
MORGAN THEELER WHEELER COGLEY & PETERSEN LLP
PO BOX 1363
HURON SD 57350

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Tuesday, November 16, 2004**

Chi Nelson

Secretary of State

Fee Received: \$100.00

335 2854

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
FAX (605)773-4550

DOMESTIC

CERTIFICATE OF LIMITED PARTNERSHIP

RECEIVED

NOV 16 2004

CLERK OF STATE

Filed this 16th day of Nov, 2004
Ch. Nelson
SECRETARY OF STATE

FILING FEE: \$100

1. The name of the limited partnership which shall contain without abbreviation the words "limited partnership"
Valentine Apartments Limited Partnership
2. The street address of the office in South Dakota is 2027 Dakota Ave. South, Huron, SD 57350
3. The name and address of the agent for service is: Karen Spain, 2027 Dakota Ave. South, Huron, SD 57350
4. The name and address of each general partner is:
Art Pugsley Construction Company, Inc.
d/b/a APC Management
2027 Dakota Ave. South
Huron, SD 57350
5. The latest date upon which the limited partnership is to dissolve is December 31, 2040
6. Any other matters the general partners determine to include:

The certificate of limited partnership must be signed by each of the general partners.

Dated Nov. 15, 2004

Art Pugsley Construction Company, Inc.

d/b/a APC Management

Karen Spain - President

Submit one original and one exact or conformed copy.

DP 1593

Receipt Number: 1381739File Number **DP001593****AMENDMENT**

For

VALENTINE APARTMENTS LIMITED PARTNERSHIP

Filed at the request of:

MORGAN THEELER WHEELER COGLEY ET AL
RON WHEELER
PO BOX 1363
HURON SD 57350

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **December 01, 2004**

Secretary of State

Fee Received: \$100

335 4205 12/07/2004

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
FAX (605)773-4550

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF LIMITED PARTNERSHIP**

RECEIVED

DEC 1 '04

S.D. SEC. OFFICE

FILING FEE: \$100

Filed this 15th day of Dec. 2004
Chris Nelson
SECRETARY OF STATE

The undersigned, on behalf of the limited partnership named below, hereby certifies that:

1. The name of the limited partnership is: Valentine Apartments Limited Partnership
2. The date of filing the certificate is: November 16, 2004
3. The amendment to the certificate is:

To change the name to Valentine Associates Limited Partnership

ART PUGSLEY CONSTRUCTION COMPANY, INC.
d/b/a APC MANAGEMENT

Dated: November 24, 2004

Haer Apai
(General Partner) President

(General Partner)

(General Partner)

A certificate of amendment must be signed by at least one general partner and by each other general partner designated in the certificate as a new general partner.

Submit one original and one copy

dp000593