

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
ISLAND SHRIMP SHOP PARTNERS,
an Idaho Limited Partnership

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SECRETARY OF STATE
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The Certificate of Limited Partnership of Island Shrimp Shop Partners, an Idaho limited partnership, dated October 27, 1987, and filed with the Idaho Secretary of State on November 18, 1987, is hereby amended as follows:

1. Page Jenner, Maureen Jenner, Peter Smith, Becky Smith, Susan A. Nolan and William McMahon have been admitted to the partnership as "Limited Partners", whose addresses are indicated on Exhibit A attached hereto.

2. Susan A. Nolan has replaced Ron S. Nolan as the individual General Partner.

3. The Limited Partners have contributed to the partnership the amounts as indicated on Exhibit A attached hereto.

4. Paragraph 7 of said Certificate of Limited Partnership is hereby amended to read as follows:

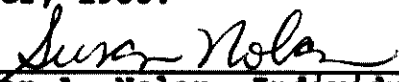
7. That the Original Limited Partners and Limited Partners have contributed to the Partnership the amounts shown in Exhibit A attached hereto, and shall be entitled to one hundred percent (100%) of the profits, losses and other distributions in proportion to the capital contributions set forth in Exhibit A

hereto; provided, however, that the Original Limited Partners shall first receive a one hundred percent (100%) return of capital invested and the Limited Partners shall thereafter receive a one hundred percent (100%) return of capital invested, and thereafter all further distributions shall be made fifty percent (50%) to the General Partners and fifty percent (50%) to the Original Limited Partners and Limited Partners in proportion to their capital contributions.

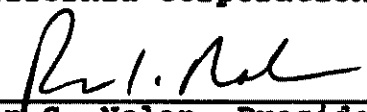
5. All references to "Original Limited Partners" in paragraphs 8, 9 and 11 are hereby amended to read "Original Limited Partners and Limited Partners".

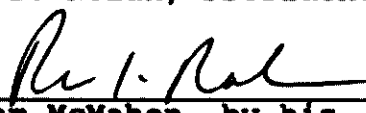
DATED this 10th day of October, 1988.


General Partners:


Susan A. Nolan, Individually

ISLAND SHRIMP SHOP, INC., a
California corporation

By 
Ron S. Nolan, President


William McMahon, by his
Attorney in Fact, Ron S.
Nolan


Page Jenner, by his
Attorney in Fact, Ron S.
Nolan

R. I. Nolan
Maureen Jenner, by her
Attorney in Fact, Ron S.
Nolan

R. I. Nolan
Peter Smith, by his
Attorney in Fact, Ron S.
Nolan

R. I. Nolan
Becky Smith, by her
Attorney in Fact, Ron S.
Nolan

STATE OF IDAHO)
) ss.
County of Blaine)

I, Laura Vaughan, a Notary Public, do certify that on this 10th day of October, 1988, personally appeared SUSAN A. NOLAN, who being by me first duly sworn, declared that she is the General Partner of Island Shrimp Shop Partners, and acknowledged to me that she executed the same, and that the statements therein contained are true and correct.

WITNESS my hand and official seal.

Laura Vaughan
Notary Public for Idaho
Residing at 8190 E. 1st St.

STATE OF IDAHO)
) ss.
County of Blaine)

I, Laura Vaughan, a Notary Public, do hereby certify that on this 10th day of October, 1988, personally appeared RON S. NOLAN, known to me to be the person whose name is subscribed to the foregoing document individually, as President of Island Shrimp Shop, Inc., and as Attorney in Fact for William McMahon, Page Jenner, Maureen Jenner, Peter Smith and Becky Smith, and acknowledged to me that he executed the same in such capacities, and that the statements therein contained are true and correct.

WITNESS my hand and official seal.



Notary Public for Idaho
Residing at Blaine City

EXHIBIT A

	<u>Capital Contribution</u>	<u>Percentage Interest in Partnership</u>
Original Limited Partners:		
Jerome and Anne Karsh 128 Monarch Bay South Laguna Beach, CA 92677		
original cash contribution	\$10,000.00	
additional contributions		
cash	\$30,000.00	
agreed value of guarantee of partnership real estate purchase loan	\$10,000.00	38.465%
Peter and Becky Smith 222 Bitterroot Rd. Ketchum, ID 83340		
cash	\$10,000.00	7.69%
William McMahon 233 Bitterroot Rd. Ketchum, ID 83340		
cash	\$10,000.00	7.69%
Page and Maureen Jenner 204 Bitterroot Rd. Ketchum, ID 83340		
cash	\$40,000.00	
agreed value of guarantee of part- nership real estate purchase loan	\$10,000.00	38.465%

Susan A. Nolan
4341 Fairway Nine Condo.
Sun Valley, ID 83353

cash	<u>\$10,000.00</u>	7.69%
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TOTAL CAPITAL \$130,000.00

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