

AMENDMENT OF  
CERTIFICATE OF LIMITED PARTNERSHIP

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THE UNDERSIGNED partners of Longview Group VI, an Idaho limited partnership, desiring to amend the Certificate of Limited Partnership under the Limited Partnership Law of the State of Idaho makes this amendment pursuant to Idaho Code 53-209 for that purpose.

1. Name. The name of the limited partnership is Longview Group VI, an Idaho Limited Partnership.

2. Date of Filing. The date of filing the Certificate of Limited Partnership is February 16, 1989.

3. Additional Limited Partner. The following is admitted as an additional limited partner: Steven Giacobbi, P.O. Box 753, Ketchum, Idaho 83340.

4. Orion Investments, as limited partner, has transferred two-thirds of its interest in its cash contribution and percentage of the profits to the foregoing additional limited partner. The initial contribution of the additional limited partner and his percentage of profits is as follows:

<u>Limited Partner</u>	<u>Cash Contribution</u>	<u>Percentage of Profits</u>
Steven Giacobbi	\$100,000	14.29%

The cash contribution and percentage of profits of Orion Investments' remaining interest in the partnership is as follows:

<u>Limited Partner</u>	<u>Cash Contribution</u>	<u>Percentage of Profits</u>
Orion Investments	\$50,000	7.4%

5. Confirmation. All other provisions of the Certificate of Limited Partnership not in conflict herewith are ratified and confirmed.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment on August 28<sup>th</sup>, 1990.

GENERAL PARTNER:

ORION INVESTMENTS

By Steven Giacobbi  
STEVEN GIACOBBI, President  
Steven Giacobbi, Inc., Partner

LIMITED PARTNERS:

ORION INVESTMENTS

By *Steven Giacobbi*  
STEVEN GIACOBBI,  
President of Steven  
Giacobbi, Inc., Partner

*James W. Dutcher, by Orion Investments, General Partner, Attorney in Fact*  
JAMES W. DUTCHER, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Norman Zimbel, by Orion Investments, General Partner, Attorney in Fact*  
NORMAN ZIMBEL, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Adelle Zimbel, by Orion Investments, General Partner, Attorney in Fact*  
ADELLE ZIMBEL, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Frank S. Hyer, by Orion  
Investments, General Partner,  
Attorney in Fact.*

FRANK S. HYER, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Thomas L. Rourke, by Orion  
Investments, General Partner,  
Attorney in Fact.*

THOMAS L. ROURKE, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

SAMUEL C. MURDOUGH TRUST

*Samuel C. Murdough Trust  
by Orion Investments, General Partner,  
Attorney in Fact.*

By *Steven Giacobbi*  
SAMUEL C. MURDOUGH, Trustee,  
by Orion Investments,  
General Partner, Attorney  
in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Virginia H. Lowery, by Orion  
Investments, General Partner,  
Attorney in Fact.*

VIRGINIA H. LOWERY, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Gerald M. Karon & Orion  
Investments General Partner  
Attorney in Fact*

GERALD M. KARON, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Thomas Marill & Orion  
Investments General Partner, Attorney  
in Fact*

THOMAS MARILL, by Orion  
Investments, General Partner,  
Attorney in Fact

By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Jane Morse IRA & Orion  
Investments General Partner  
Attorney in Fact*

JANE MORSE IRA, by Orion  
Investments, General Partner,  
Attorney in Fact

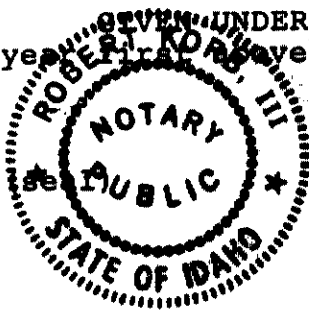
By *Steven Giacobbi*  
Steven Giacobbi,  
President of Steven  
Giacobbi, Inc., Partner of  
Orion Investments

*Steven Giacobbi*  
STEVEN GIACOBBI

STATE OF IDAHO )  
 ) ss.  
COUNTY OF BLAINE )

On this 28 day of August, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared STEVEN GIACOBBI, known to me to be the President of one of the partners in the partnership of ORION INVESTMENTS, and the partner or one of the partners who subscribed said partnership name to the within instrument, and acknowledged to me that he executed the same in said partnership name.

STEVEN GIACOBBI, UNDER my hand and official seal on the day and year first above written.

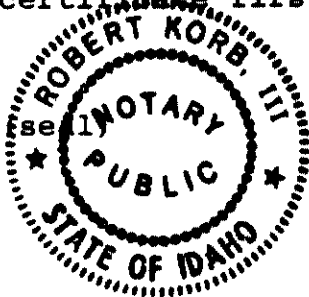


Robert Korb  
NOTARY PUBLIC for Idaho  
Residing at Ketchum  
Commission Expires Lifetime

STATE OF IDAHO )  
 ) ss.  
County of Blaine )

On this 28 day of August, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared STEVEN GIACOBBI, known to me to be the President of STEVEN GIACOBBI, INC., and known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

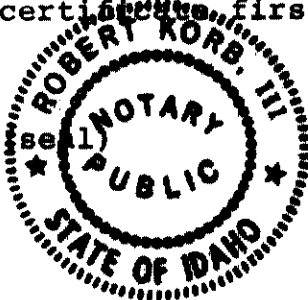


Robert Korb  
NOTARY PUBLIC for Idaho  
Residing at Ketchum  
Commission Expires Lifetime

STATE OF IDAHO                    )  
  ) ss.  
County of Blaine                )

On this 28 day of August, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared STEVEN GIACOBBI, known to me to be the President of Steven Giacobbi, Inc., a Partner of ORION INVESTMENTS, General Partner, which subscribed the names of JAMES W. DUTCHER, NORMAN ZIMBEL, ADELLE ZIMBEL, FRANK S. HYER, THOMAS L. ROURKE SAMUEL C. MURDOUGH, TRUSTEE, VIRGINIA H. LOWERY, GERALD M. KARON, THOMAS MERILL AND JANE MORSE IRA, to the within instrument as principal, and the partnership name as attorney in fact and acknowledged the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

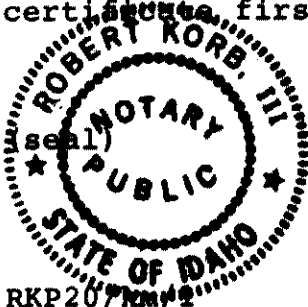


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  ) ss.  
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On this 28 day of August, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared STEVEN GIACOBBI, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Robert Korb  
NOTARY PUBLIC for Idaho  
Residing at Ketchum  
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