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CERTIFICATE OF GENERAL PARTNER
OF
GRAND TETON DEVELOPMENT COMPANY, LTD.

The undersigned, as sole General Partner of Grand Teton Development Company, Ltd., desiring to amend the Application for Registration of Foreign Limited Partnership filed with the Secretary of State of Idaho on June 24, 1983, to reflect a change in the limited partnership interests and to add "LTD." to the name of said partnership, certifies as follows:

1. The name of the partnership is GRAND TETON DEVELOPMENT COMPANY, LTD.

2. JPET II Company, Limited Partnership, has replaced JPET Company, as a limited partner.

3. The following individuals are no longer limited partners: G. Rex Frazier, Martin G. Peterson, Steven P. Bogden, Warren P. King, Michael C. Frei and Carl E. Olson.

IN WITNESS WHEREOF, the undersigned hereby signs and verifies this Certificate as of the 30th day of June, 1992.

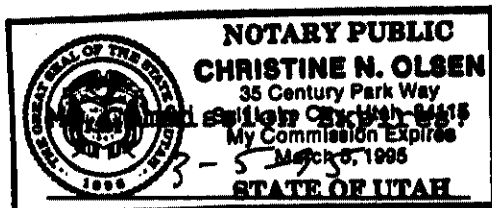
GENERAL PARTNER:

PRICE DEVELOPMENT COMPANY

By 
G. Rex Frazier, President

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On the 28th day of October, 1992, personally appeared before me G. REX FRAZIER, who being by me duly sworn and on penalty of perjury, did acknowledge to me that he is the President of Price Development Company, and that he executed the above instrument for and on behalf of said corporation.




NOTARY PUBLIC
Residing at: Salt Lake City, UT