

AMENDMENT TO  
DOWNNS DAIRY LIMITED PARTNERSHIP  
CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desire to amend the Certificate of Limited Partnership which was executed pursuant to the laws of the State of Idaho regarding limited partnerships and duly filed with the Secretary of State on January \_\_\_\_\_, 1983.

a. That paragraph 5 of said Certificate of Limited Partnership is hereby amended to read as follows, to wit:

5. The names and address of the general and limited partners are as follows:

General Partners:

Larry Downs  
Route #3, Box 3139  
Parma, Idaho 83660

Betty Downs  
Route #3, Box 3139  
Parma, Idaho 83660

Wilma J. Daniel  
305 Whitley  
Arrojo Grande, California

Class "A" Limited Partner

Wilma J. Daniel  
305 Whitley  
Arrojo Grande, California

Class "B" Limited Partner

Wilma J. Daniel  
305 Whitley  
Arrojo Grande, California

Terry R. Downs  
Route #3, Box 3139  
Parma, Idaho 83660

Devin M. Downs  
Route #3, Box 3139  
Parma, Idaho 83660

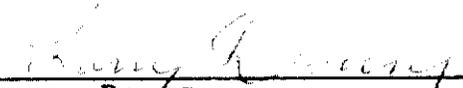
b. That paragraph 6 of said Certificate of Limited Partnership is hereby amended to read as follows, to wit:

6. There are 6,000 general partnership units having an initial value of \$100.00 per unit. There are 1,500 Class A limited partnership units and 2,500 Class B limited partnership units each having an initial value of \$100.00 per unit. The members of the partnership and the number of units which each partner owns are as follows:

<u>NAME</u>	<u>CONTRIBUTED PROPERTY</u>	<u>AGREED VALUE</u>	<u>NUMBER OF UNITS</u>
<u>General Partners</u>			
Larry Downs and Betty Downs, husband and wife	See Exhibit "A"	\$580,000.00	5,800
Wilma J. Daniel	See Exhibit "A"	20,000.00	200
<u>Class A Limited Partner</u>			
Wilma J. Daniel	See Exhibit "A"	\$150,000.00	1,500
<u>Class B Limited Partner</u>			
Wilma J. Daniel	See Exhibit "A"	\$210,000.00	2,100
Terry R. Downs	None	20,000.00	200
Devin M. Downs	None	20,000.00	200

Pursuant to paragraph 18 which is entitled "Power of Attorney of the Downs Dairy Limited Partnership Agreement dated January 6, 1983, each limited partner has given each general partner and each general partner has given the other general partners the power to execute this Amendment to the Downs Dairy Limited Partnership Certificate of Limited Partnership.

IN WITNESS WHEREOF, this Amendment is signed and sworn to this 24<sup>th</sup> day of January, 1983.

  
 \_\_\_\_\_  
 Larry Downs  
 General Partner

SUBSCRIBED AND SWORN to before me this 24<sup>th</sup> day of January, 1983.

(SEAL)

  
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 Notary Public for Idaho

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