

AMENDATORY CERTIFICATE OF LIMITED PARTNERSHIP
MERIDIAN SUNSET MANOR
Certificate Number L00141, filed August 31, 1982

The limited partners under the above described Certificate of Limited Partnership, F & L Investment Co., an Idaho partnership by and through its partners, Richard L. Lierz and Bud R. Fisher, have by assignment of even date herewith, and with the consent of all partners, made assignment of its 95% ownership interest in said partnership, along with all rights and privileges thereto. Said assignment is to be made as follows:

Beverly Atwood	30%
Jerry Vorlicky	30%
Michael Cammann	30%
Leroy Atwood	5%

All parties by mutual agreement, consent to the assignment. Specifically, all parties hereto assign and consent to the assignment of the right, title and interest of said Assignors to include, but not be limited to, the right of the substituted limited partners to act and to become limited partners pursuant to Idaho Code Section 53-242, and to entitle said substituted limited partners to fully act and become a limited partner and to exercise those rights of a limited partner.

The parties have further agreed and consent to the complete assignment of F & L Investment Co.'s assignment and as a consequence, F & L Investment, Co. shall have no further right, title or interest in said limited partnership.

WE, the undersigned, being all of the partners, both general

and limited, assigning and substituted, of the above named limited partnership by unanimous agreement and consent, and pursuant to Chapter 2, Title 53 of the Idaho Code, do hereby amend the above referenced Certificate of Limited Partnership in the following wise, manner and particulars.

Page 1, Paragraph 1 is amended and superseded as follows:

1. Page 3, Paragraph 5 is amended and superseded as follows:

(5) The name and place of residence of each limited partner interested in said partnership is as follows:

- (a) Beverly Atwood
3812 Meadow Lane
Nampa, Idaho 83651
- (b) Jerry Vorlicky
10372 Treeline
Boise, Idaho 83704
- (c) Michael Cammann
11375 Tioga
Boise, Idaho 83709

2. Page 3, Paragraph 7 is amended and superseded as follows:

(7) Each partner shall contribute capital to the partnership in amounts to be determined by the general partner, and in the following ratios and amounts:

I. Limited Partners

Beverly Atwood	30%	\$24,021.90
Jerry Vorlicky	30%	24,021.90
Michael Cammann	30%	24,021.90

II. General Partner

Leroy Atwood	<u>10%</u>	<u>\$ 8,003.30</u>
Total	100%	\$80,069.00

3. Page 4, Paragraph 8 is amended and superseded as follows:

8. All income, expenses, and credits of the partnership shall be allocated to the partners as set forth below:

Beverly Atwood	30%
Jerry Vorlicky	30%
Michael Cammann	30%
Leroy Atwood	10%

4. Page 9, Paragraph 21 is amended and superseded as follows:

21. All notices and other communications under this agreement shall be sent to the following addresses:

Beverly Atwood
3812 Meadow Lane
Nampa, Idaho 83651

Jerry Vorlicky
900 N. Linder
Meridian, Idaho 83642

Michael Cammann
900 N. Linder
Meridian, Idaho 83642

Leroy Atwood
3812 Meadow Lane
Nampa, Idaho 83651

5. Any and all reference to F & L Investment Co., an Idaho partnership in the context or body of the instrument shall be deleted and superseded to reflect the substituted limited partners as hereinbefore enumerated.

6. All and any provisions of the original Certificate of Limited Partnership not specifically amended, revoked or superseded hereby shall remain in full force and effect.

WE, the undersigned being all of the limited partners who

have assigned all right, title and interest in said limited partnership to the aforementioned substituted limited partners, with all rights and privileges attendant thereto, do hereby verify the assignment and ratify and consent to the above amendments to the Certificate of Limited Partnership.

F & L INVESTMENT CO., an Idaho Partnership

By Richard L. Lierz
Richard L. Lierz

By Bud R. Fisher
Bud R. Fisher

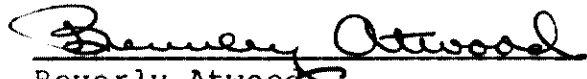
STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of December, 1982, before me a Notary Public in and for said State, personally appeared RICHARD L. LIERZ and BUD R. FISHER, known to me to be the persons who signed the foregoing instrument on behalf of F & L Investment Co., an Idaho partnership and acknowledged to me that they executed same as partners of F & L Investment Co.

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

Maryna Surles
Notary Public for Idaho
Residing at:

WE, the undersigned, being the Assignees and substituted limited partners by assignment do hereby verify the assignment and ratify and consent to the above amendments to the Certificate of Limited Partnership and our respective substitution as limited partners by assignment.


Beverly Atwood

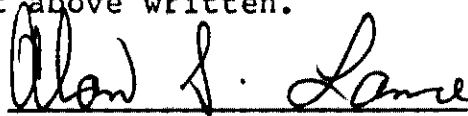

Jerry Vorlicky


Michael Cammann

STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of December, 1982, before me a Notary Public in and for said State, personally appeared BEVERLY ATWOOD known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

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


Notary Public for Idaho
Residing at: meridian

STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of December, 1982, before me a Notary Public in and for said State, personally appeared JERRY VORLICKY 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 seal the day and year first above written.

Alan D. Lane

Notary Public for Idaho
Residing at: meridian

STATE OF IDAHO)
) ss.
County of Ada)

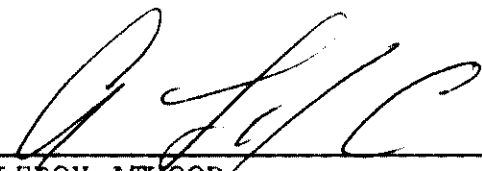
On this 21st day of December, 1982, before me a Notary Public in and for said State, personally appeared MICHAEL CAMMANN known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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

Alan D. Lane

Notary Public for Idaho
Residing at: meridian

I, LEROY ATWOOD, being the general partner of the limited partnership as above referenced and described do hereby acknowledge and consent to the assignments of the limited partners' interest to substituted limited partners as hereinbefore described, the additional assignment by the limited partners if an additional interest to me as general partner, and consent to and verify all said assignments and consent to the full substitution of the substituted limited partners as limited partners of the partnership and further, concur and consent in and to the amendments in the limited partnership certificate as hereinbefore described.




LEROY ATWOOD

STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of December, 1982, before me a Notary Public in and for said State, personally appeared LEROY ATWOOD, 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 an year first above written.



Notary Public for Idaho
Residing at: Mevidian