

FIRST AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP

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The partners of Medical Facilities Company, a limited partnership, make and sign this amendment to certificate of limited partnership pursuant to § 53-209 of the Idaho Limited Partnership Act.

1. The name of the limited partnership is: Medical Facilities Company, a Limited Partnership.

2. The certificate of formation of limited partnership was filed with the Idaho Secretary of State on February 18, 1988.

3. This amendment is made to show the current partners because of admissions and withdrawals since filing the certificate of formation of limited partnership. The name, business address, class and percentage ownership of each partner is as follows:

<u>Partners</u>	<u>Class</u>	<u>Percent Ownership</u>
Phillip D. Affleck 2065 E. 17th Street Idaho Falls, ID 83404	General	2.97%
David R. Anderson 530 S. Holmes Idaho Falls, ID 83401	General	2.22%
Vernon B. Beck 333 South Woodruff Idaho Falls, ID 83402	General	11.09%
Edwin C. Biddulph 2860 Channing Way Idaho Falls, ID 83404	General	3.00%
Peter M. Cannon Teton Medical Specialty Center 2001 South Woodruff, Suite 4 Idaho Falls, ID 83404	General	6.22%
Carter & Richards Pension Plan Teton Medical Specialty Center 2001 South Woodruff, Suite 3 Idaho Falls, ID 83401	Limited	4.00%

Vernon O. Gaffner 333 South Woodruff Idaho Falls, ID 83401	General	3.07%
James A. Haney 1945 E. 17th Street Idaho Falls, ID 83404	General	4.94%
James A. Haney, M.D., P.C. Pension Plan 1945 East 17th Street Idaho Falls, ID 83404	Limited	5.03%
Farrel L. Hansen 2503 West 49th North Idaho Falls, ID 83402	General	1.38%
T. Richardson Hill 701 Sykes Drive Idaho Falls, ID 83401	General	2.00%
Robert L. Irick 1945 E. 17th Street Idaho Falls, ID 83404	General	6.00%
Robert L. Irick, M.D., P.C. Pension Plan 1945 East 17th Street Idaho Falls, ID 83404	Limited	2.00%
Key Bank of Idaho, Trustee Charles F. Call, D.P.M., SEP IRA Account P. O. Box 1788 Pocatello, ID 83204	Limited	1.53%
T. W. McCowin Teton Medical Specialty Center 2001 South Woodruff, Suite 5 Idaho Falls, ID 83404	General	4.33%
Alice Murdock Route 3, Box 9 Idaho Falls, ID 83401	General	4.63%
Stan Murdock Bill's Cycle Shop 152 Park Avenue Idaho Falls, ID 83402	General	3.53%

Mark L. Petersen 1945 East 17th Street Idaho Falls, ID 83404	General	1.18%
Gary Sant 333 South Woodruff Idaho Falls, ID 83401	General	3.62%
S&B Property Management A General Partnership 333 South Woodruff Idaho Falls, ID 83401	General	8.28%
Thomas J. Setter Teton Medical Specialty Center 2001 South Woodruff, Suite 6 Idaho Falls, ID 83401	General	6.78%
Snake River Orthopedics, P.A. Pension Trust 2730 Channing Way Idaho Falls, ID 83404	Limited	3.00%
Gary K. Thomas 2065 E. 17th Street Idaho Falls, ID 83404	General	9.20%
TOTAL		100.00%


4. Each partner's basis in the partnership as of January 2, 1989, is:

<u>Partner</u>	<u>Basis</u>
Phillip D. Affleck	\$42,690
David R. Anderson	\$32,588
Vernon B. Beck	\$127,176
Edwin C. Biddulph	\$14,160
Peter M. Cannon	\$87,967
Carter & Richards Pension Plan	\$10,187
Vernon O. Gaffner	\$44,993

James A. Haney	\$65,071
James A. Haney, M.D., P.C. Pension Plan	\$55,724
Farrell L. Hansen	\$15,770
T. Richardson Hill	\$5,388
Robert L. Irick	\$78,001
Robert L. Irick, M.D., P.C. Pension Plan	\$29,118
Key Bank - Charles F. Call SEP IRA	\$20,026
T. W. McCowin	\$53,760
Alice Murdock	\$55,950
Stan Murdock	\$51,762
Mark L. Peterson	\$10,751
Gary Sant	\$48,269
S&B Property Management	\$125,913
Thomas J. Setter	\$79,462
Snake River Orthopedics, P.A. Pension Trust	\$39,268
Gary K. Thomas	<u>\$89,738</u>
TOTALS:	\$1,183,732

DATED this 2nd day of January, 1990


 PHILLIP D. AFFLECK


 DAVID R. ANDERSON


 VERNON B. BECK

E. Biddulph
EDWIN C. BIDDULPH

Peter M. Cannon
PETER M. CANNON

CARTER & RICHARDS PENSION PLAN
Stephen J. Cannon M.D.
TRUSTEE

Stephen J. Cannon
TRUSTEE

Vernon O. Gaffner
VERNON O. GAFFNER

James A. Haney
JAMES A. HANEY

JAMES A. HANEY, M.D., P.A.
PENSION PLAN

James A. Haney M.D.
TRUSTEE

Marilyn J. Haney
TRUSTEE

Farrel L. Hansen M.D.
FARREL L. HANSEN

T. R. Hill M.D.
T. RICHARDSON HILL

Robert L. Irick M.D.
ROBERT L. IRICK

ROBERT L. IRICK, M.D., P.A.
PENSION PLAN

Robert L. Irick M.D.
TRUSTEE

Charlotte J. Irick
TRUSTEE

Mark L. Petersen
MARK L. PETERSEN

T. W. McCowin
T. W. MCCOWIN

Alice Murdock
ALICE MURDOCK

Stan Murdock
STAN MURDOCK

Gary L. Sant, DMD
GARY SANT

S & B PROPERTY MANAGEMENT

BY James B. Buck, DMD
A PARTNER

Thomas J. Setter
THOMAS J. SETTER

SNAKE RIVER ORTHOPEDICS, P.A.

BY: Gary K. Thomas
ITS: President

Gary K. Thomas
GARY K. THOMAS

NFC:5058
DGP:KM:89-355
G9355A16

KEY BANK OF IDAHO

BY: *Deanna C. Brackenbury* *Vice Pres +*
TRUSTEE OF THE CHARLES F. *Trust Admin Mgr.*
CALL, D.P.M., SEP IRA
ACCOUNT