

AMENDMENT

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TO CERTIFICATE OF LIMITED PARTNERSHIP

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OF COVINGTON BROTHERS

THIS AMENDMENT is executed to the Restated Certificate of Limited Partnership of Covington Brothers executed by and between E. BLAIR COVINGTON and BRENT COVINGTON as General Partners and ED S. COVINGTON and LETHA COVINGTON as Limited Partners, a copy of which is attached hereto as Exhibit "A" (hereinafter referred to as the "Certificate").

RECITALS:

1. Since the execution of the Certificate, Ed S. Covington and E. Blair Covington have died and certain other transfers have taken place resulting in certain necessary adjustments to the ownership of the units.

2. The parties desire to amend the Certificate to permit the partnership business to continue as set forth in the original Certificate as amended below.

AGREEMENT

1. Section 3.1 is hereby amended in its entirety to read as follows:

Section 3.1 General Partners. The name and address of each General Partner and description and agreed value of property contributed by each and the number of units of each in the Limited Partnership are as follows:

<u>NAME AND ADDRESS</u>	<u>CONTRIBUTION</u>	<u>DESCRIPTION OF CAPITAL</u>	<u>NO. OF UNITS</u>
Brent Covington 1550 Alice Avenue Idaho Falls, ID 83401	\$902,130.00	Real Estate	902,130
Joyce Covington, Personal Representative of the Estate of E. Blair Covington 221 South, Third East Rexburg, ID 83440	\$902,130.00	Real Estate	902,130

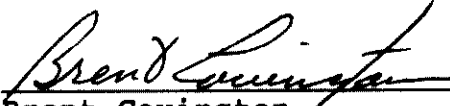
2. Section 3.2 is hereby amended in its entirety to read as follows:

Section 3.2 Limited Partner. The names and addresses of each Limited Partner and the description and agreed value of property contributed by each and the number of units of each in the Limited Partnership as follows:

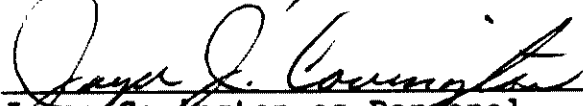
<u>NAME AND RESIDENCE</u>	<u>CONTRIBUTION</u>	<u>DESCRIPTION OF CAPITAL</u>	<u>NO. OF UNITS</u>
Brent Covington 1550 Alice Avenue Idaho Falls, ID 83401	\$356,870.00	Real Estate	356,870
Joyce Covington, Personal Representative of the Estate of E. Blair Covington 221 South Third East Rexburg, ID 83440	\$356,870.00	Real Estate	356,870
Joyce Covington 221 South, Third East Rexburg, ID 83440	\$ 72,000.00	Real Estate	72,000

3. Notwithstanding the provisions of Article VI, the parties hereto agree that the Partnership shall continue even though E. Blair Covington is now deceased with Joyce J. Covington as Personal Representative of his estate, or successor in interest in his place until and unless either or both General Partners desire to liquidate and terminate the Partnership business.

DATED: Feb 10, 1988


Brent Covington

DATED: Feb 9, 1988


Joyce Covington as Personal
Representative of the Estate of
E. Blair Covington


DATED:

Feb. 10, 1988


Joyce Covington

GENERAL PARTNERS


Brent Covington


Joyce Covington, as Personal
Representative of the Estate of
E. Blair Covington

LIMITED PARTNERS

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