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SEC. OF STATE

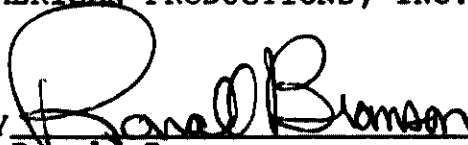
85 JUL 15 PM 1 28  
AMERICAN ENTERTAINMENT LIMITED PARTNERSHIP

CERTIFICATE OF AMENDMENT

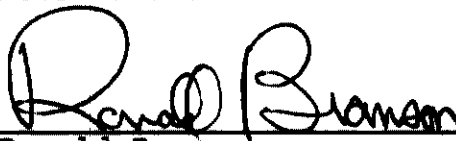
1. The name of the Partnership is American Entertainment Limited Partnership.
2. The Certificate and Agreement of Limited Partnership was filed with the Secretary of the State of Idaho on December 30, 1983. Subsequently, on October 26, 1984, a Certificate of Amendment of American Entertainment Limited Partnership was filed with the Secretary of State.
3. The Certificate and Agreement of Limited Partnership is hereby amended to reflect the withdrawal of Harold C. Schierman as a limited partner and holder of .5 units of limited partnership interest in the Partnership and the substitution of the H and E Schierman Irrevocable Trust, created October 12, 1981, David M. Schierman, Trustee, as a limited partner and holder of .5 units of limited partnership interest in the American Entertainment Limited Partnership.

GENERAL PARTNER

AMERICAN PRODUCTIONS, INC.

By   
Ronald Branson,  
President

LIMITED PARTNERS

By   
Ronald Branson,  
Attorney-in-Fact

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