

OCT 29 9 29 AM '84

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF

AMERICAN ENTERTAINMENT LIMITED PARTNERSHIP

1. The name of the Partnership is American Entertainment Limited Partnership
2. The Certificate of Limited Partnership was filed with the Secretary of State on December 30, 1983.
3. The Certificate of Limited Partnership is hereby amended to reflect the withdrawal of Neil Nicholas as the initial Limited Partner and the admission of additional limited partners. The names, addresses and contributions of all limited partners are listed in the attached Schedule "A", which is hereby incorporated herein.

GENERAL PARTNER

AMERICAN PRODUCTIONS, INC.

By Ronald Branson
Ronald Branson, President

LIMITED PARTNERS

By Ronald Branson
Ronald Branson,
Attorney-in-Fact

243:8160

AMERICAN ENTERTAINMENT LIMITED PARTNERSHIP

SCHEDULE A

<u>Name and Address</u>	<u>Number of Units</u>	<u>Cash Capital Contribution</u>	<u>Total Capital Contribution</u>
Richard G. Behrens 15625 Spring Tree Ln. Bothell, WA 98012	1.00	\$ 52,000	\$ 72,000
Robert M. Brown 17705-58th Pl. W. Lynnwood, WA 98037	.152	7,900	10,940
Janet R. Corley P. O. Box 233 Twisp, WA	.385	20,000	27,700
Allen L. & Margaret R. Curtis 21229 Bothell Way Bothell, WA 98021	.50	26,000	36,000
Davis Farms (Theresa K. & Stanley J. Davis, Jr.) 21421 E. Wellesley Otis Orchard, WA 99027	.10	5,200	7,200
Bryan Dobbins Rt. 2, Box 91B Cheney, WA 99004	.10	5,200	7,200
David G. Elsworth 2528 Wedgewood Ct. Olympia, WA 98501	.75	39,000	54,000
Barney Endrice West 912 Main Chewelah, WA 99109	.25	13,000	18,000
John F. Essley Company (John & Carolyn Essley) 14419 NE 11th Pl. Bellevue, WA 98007	1.00	52,000	72,000
Stephen A. Filippini North 616 Farr Spokane, WA 99206	.10	5,200	7,200

<u>Name and Address</u>	<u>Number of Units</u>	<u>Cash Capital Contribution</u>	<u>Total Capital Contribution</u>
Dale C. Harris 13416 East Saltese Spokane, WA 99216	.10	\$ 5,200	\$ 7,200
Jack G. Henrie 16828-1st Ave. NW Seattle, WA 98177	.50	26,000	36,000
Betty Gibson & Ted Klumb 1805 N. 107th, Unit 104 Seattle, WA 98133	1.00	52,000	72,000
Filbert H. & Alvina Krull 1982 Wilson Avenue Enunclaw, WA 98022	.152	7,900	10,940
Fred H. Lantz 705 Wesley Avenue Bryan, Ohio 43506	.152	7,900	10,940
Milton A. T. Miller 18414-65th Avenue Seattle, WA 98920	.50	26,000	36,000
James A. Morrison 8114A-40th Street W. Tacoma, WA 98466	.50	26,000	36,000
Nelson Enterprises (Merlin O. & Jean E. Nelson) 1805 Bradley Dr. Anacortes, WA 98221	3.00	156,000	216,000
Dellmar D. Noack 14008 SE 251st St. Kent, WA 98031	1.00	52,000	72,000
John A. Nygaard 13625 SE 44th Bellevue, WA 98006	.50	26,000	36,000
Michael O'Murphy 480 Colman Building Seattle, WA 98104	.25	13,000	18,000

<u>Name and Address</u>	<u>Number of Units</u>	<u>Cash Capital Contribution</u>	<u>Total Capital Contribution</u>
Samuel & Betty Pannunzio 1230 North 47th Seattle, WA 98103	.152	\$ 7,900	\$ 10,940
Ray Parnell 924 Shorewood Dr. B-15 Bremerton, WA 98312	1.00	52,000	72,000
J & S Development, Ltd. (John P. Petrinovich, Jr.) 11523-41st Ave. Ct. NW Gig Harbor, WA 98335	1.00	52,000	72,000
JPP Enterprises, Inc. (John P. Petrinovich, Sr.) 3204 North 20th Tacoma, WA 98406	1.00	52,000	72,000
Richard Pruitt 20223 E. Euclid Spokane, WA 99027	.50	26,000	36,000
Harold C. Schierman 1161-7th Avenue So. Edmonds, WA 98020	.50	26,000	36,000
Ulrick Investments, Inc. 858 Reiten Rd. Kent, WA 98031	.25	13,000	18,000
James Upchurch 1819 S. Airpark Dr. Veradale, WA 99037	.20	10,400	14,400
TOTAL AMOUNT	165.93	\$962,800	\$1,194,660

243:8138