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**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP**

To the Secretary of State of Idaho,
Statehouse, Boise, Idaho 83720

OCT 28 2 26 PM '96

SECRETARY OF STATE
STATE OF IDAHO



The existing name of the limited partnership is: Jerry Johnson, Jr., Investments I,
A Limited Partnership

The date on which its certificate of limited partnership was filed with the Secretary of State was:
May 1, 1985 2nd Amend.-July 14, 1989 4th Amend.-October 26, 1990
1st Amend.-July 31, 1985 3rd Amend.-July 12, 1990 5th Amend.-February 1, 1994

The certificate of limited partnership is amended and restated to read:

1. The name of the limited partnership is:

Jerry Johnson, Jr., Investments I, A Limited Partnership
(must include "Limited Partnership")

2. The name and business address of the registered agent are:

Jerry Johnson, Jr., 614 Astor Avenue, Nampa, ID 83651
(not a P.O. Box)

3. The name and business address of each general partner are:

Name

Address

Jerry Johnson, Jr. 614 Astor Avenue, Nampa, ID 83651

Michele Johnson 614 Astor Avenue, Nampa, ID 83651

Jerald D. Johnson, Sr. (Successor General Partner in the event of resignation or
5112 W. Cole, Boise, ID 83703
death by both Jerry Johnson, Jr., and Michele Johnson)

(If more space is needed, continue in item 5.)

4. The latest date on which the partnership will dissolve is: June 30, 2050

5. Other matters (optional):

Amending Certificate of Limited Partnership on file with General Partner(s)
providing that paragraph 11.b. be substituted as follows:

In the event of the resignation or death of both General Partners Jerry
Johnson, Jr., and Michele Johnson, then Jerald D. Johnson, Sr., shall
become a General Partner and the Partnership shall continue in existence
and not be terminated.

6. Signature of at least one general partner and all
new general partners:

Jerry Johnson, Jr.

Michele Johnson

Jerald D. Johnson, Sr.

Secretary of State use only

IDAHO SECRETARY OF STATE

DATE 10/28/1996 0900 35233

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CK #: 4747 CUST# 71907

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SIXTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF

Jerry Johnson, Jr., Investments I, a Limited Partnership

This Amendment is an Amendment to that Certificate of Limited Partnership named "Jerry Johnson, Jr., Investments I, a Limited Partnership" which Certificate was filed with the Office of the Secretary of State of Idaho on May 1, 1985, and is an Amendment to that Amendment to Certificate of Limited Partnership named "Jerry Johnson, Jr., Investments I, a Limited Partnership" which Amendment to Certificate of Limited Partnership was filed with the Office of Secretary of State of Idaho on July 31, 1985, and to which a Second Amendment to Certificate of Limited Partnership was filed with the Secretary of State of Idaho on July 14, 1989, and to which a Third Amendment to Certificate of Limited Partnership was filed with the Secretary of State of Idaho on July 12, 1990, and to which a Fourth Amendment to Certificate of Limited Partnership was filed with the Secretary of State of Idaho on October 26, 1990 and to which a Fifth Amendment to Certificate of Limited Partnership was filed with the Secretary of State of Idaho on February 1, 1994. The Certificate and Amendments to Certificate of Limited Partnership of Jerry Johnson, Jr., Investments I, a Limited Partnership, referred to above are hereby amended as follows:

1. Michele Johnson is hereby made a General Partner. Her address is:

Michele Johnson
614 Astor Avenue
Nampa, Idaho 83651

2. The name of the Limited Partner Charlene Remus has been changed to Charlene Harris. Her address remains the same at:

Charlene Harris
220 Hauser Court
New Lenox, Illinois 60451

3. Melanie Lenore Johnson has changed her name to Melanie Lenore Wroten and her new address is as follows:

Melanie Wroten
119 West Roy apt. #111
Seattle, Washington 98119

4. Kurt Johnson has changed his address to the following:

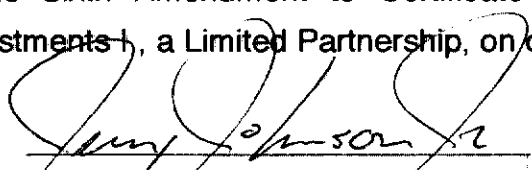
Kurt Johnson
5768 Fairridge Lane
Indian Springs, Ohio 45011

5. The Certificate of Limited Partnership is changed on paragraph 11. b. with the following language substituted for that which had been there previously:

11. b. In the event of the resignation or death of both General Partners Jerry Johnson, Jr., and Michele Johnson, then Jerald D. Johnson, Sr., shall become a General Partner and the Partnership shall continue in existence and not be terminated.

6. The respective percentages in dollar equity interests of each Partner, both General Partners and Limited Partners in the Jerry Johnson, Jr., Investments I, a Limited Partnership, are kept on record with the General Partners.
7. The succession planning for new General Partners does not in any way lessen the value of the Partnership interest of the existing General or Limited Partners.

In witness whereof, Jerry Johnson, Jr., General Partner, and Michele Johnson, General Partner, have executed this Sixth Amendment to Certificate of Limited Partnership of Jerry Johnson, Jr., Investments I, a Limited Partnership, on or about the 24 day of October, 1996.


Jerry Johnson, Jr. General Partner


Michele Johnson General Partner