

CERTIFICATE OF AMENDMENT OF LIMITED PARTNERSHIP
FOR
6TH STREET GYM, a limited partnership

FEB 15 3 11 PM '85

The Certificate of Limited Partnership for 6th Street Gym, a limited partnership (the "Certificate") approved, filed and admitted to the corporation records of the State of Idaho, on February 7, 1985, is hereby amended and supplemented under I.C. §53-209, as follows:

1. New Partners. Exhibit "A" attached to and made a part of the Certificate by reference in paragraph 4 shall be and the same is hereby amended, supplemented and restated as follows:

<u>NAME/ADDRESS</u>	<u>CAPITAL CONTRIBUTIONS</u>
<u>GENERAL PARTNER:</u>	
Class, Inc., an Idaho corporation Post Office Box 2062 Ketchum, Idaho 83340	\$20,000.00
<u>LIMITED PARTNERS:</u>	
Deirdre LeBouttilier Post Office Box 2232 La Jolla, California 92038	10,000.00
Carl Wilgus Post Office Box 1653 Sun Valley, Idaho 83353	10,000.00
Alison Scherer Post Office Box 1539 Ketchum, Idaho 83340	5,000.00
Ann Devereaux Puchner Post Office Box 240 Ketchum, Idaho 83340	5,000.00
Richard R. Kreidler Post Office Box 2360 Ketchum, Idaho 83340	5,000.00
Nancy Hongola 635 24th Place Hermosa Beach, California 90254	2,500.00
Laura Evans 260 Stockton Street San Francisco, California 94108	2,500.00

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IN WITNESS WHEREOF, the undersigned limited partners have executed this Certificate of Limited Partnership for 6th Street Gym Limited Partnership as of February 5th, 1985.

Dierdre LeBoutillier

Dierdre LeBoutillier
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in-fact

Richard R. Kreidler

Richard R. Kreidler
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, his attorney-
in fact

Carl Wilgus

Carl Wilgus
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in-fact

Nancy Hongola

Nancy Hongola
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in fact

Alison Scherer

Alison Scherer
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in-fact

Laura Evans

Laura Evans
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in fact

Ann Devereaux Puchner

Ann Devereaux Puchner
By Colleen Coyne, President
of Class, Inc., an Idaho
corporation, her attorney-
in-fact

STATE OF IDAHO

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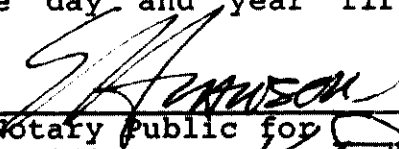
) ss.

COUNTY OF BLAINE

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On this 5th day of February, 1985, before me, a Notary Public in and for said State, personally appeared COLLEEN COYNE known to me to be the person whose name is subscribed to the within instrument as President of CLASS, INC., an Idaho corporation, the Attorney in Fact for DIERDRE LeBOUTTILLIER, CARL WILGUS, ALISON SCHERER, ANN DEVEREAUX PUCHNER, RICHARD R. KRIETLER, NANCY HONGOLA and LAURA EVANS, and acknowledged to me that she subscribed the name thereof as principal, and her own name as Attorney in Fact for the said individuals.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.


Notary Public for
Residing at

Idaho
Bozeman