

AMENDED

CERTIFICATE OF FAMILY LIMITED PARTNERSHIP

OF

KLOEPFER FAMILY LIMITED PARTNERSHIP

STATE OF IDAHO)
COUNTY OF CASSIA) ss.

We, the undersigned partners of the Kloepper Family Limited Partnership, desire to amend Paragraph 6 of the Certificate of Limited Partnership and do hereby swear and certify as follows:

1. Adjustments to the partnership capital have been made due to an annual increase of partnership value in 1989. These adjustments and the dollar amount of the credit balances of the partners after the adjustments are outlined in Exhibit A.

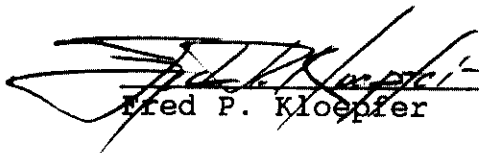
2. Adjustments to the partnership capital have been made due to the issuance of additional stock to existing shareholders as well as the issuance of stock to new shareholders in the corporation known as Kloepper, Inc. affecting the value of the shares currently owned by the partnership. These adjustments and the dollar amount of the credit balances of the partners after the adjustments are outlined in Exhibit B.

3. Additional contributions of property to the partnership have been made. These contributions, the agreed value of the contributions, the dollar amount of the credit balances after contributions and the percentage participations of the partners after contributions are outlined in Exhibits C through E.

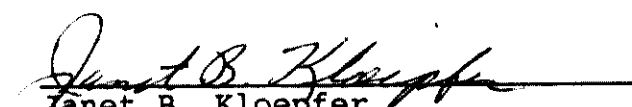
4. Gifts of limited partnership interests have been made which affect the dollar amount of the credit balances and the percentage participations of the partners. These are outlined in Exhibits F and G.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Certificate of Limited Partnership this 27 day of December, 1990.

GENERAL PARTNER:

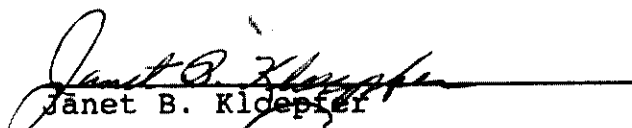

Fred P. Kloepper

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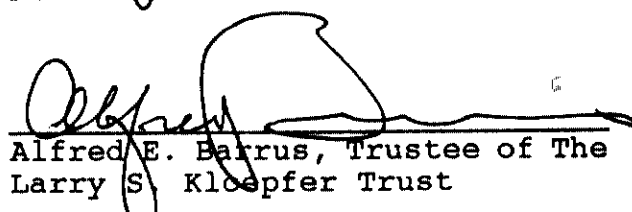

Janet B. Kloepper

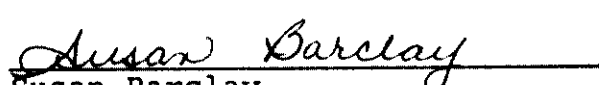
LIMITED PARTNERS:


Fred P. Kloepper


Janet B. Kloepper

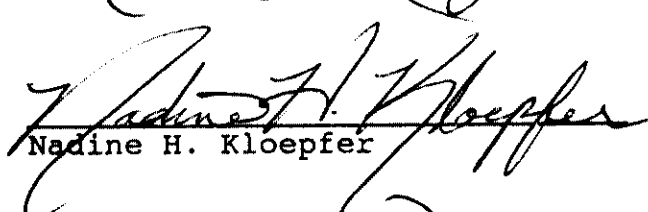

Alfred E. Barrus, Trustee of
The Paul H. Kloepper Special
Needs Trust

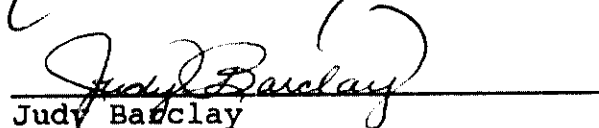

Alfred E. Barrus, Trustee of The
Larry S. Kloepper Trust


Susan Barclay


Machael D. Barclay


Karl H. Kloepper


Nadine H. Kloepper


Judy Barclay

Martin C. Barclay
Martin C. Barclay

Dixie K. VanGorkum
Dixie K. VanGorkum

Darian J. VanGorkum
Darian J. VanGorkum

John F. Kloepper
John F. Kloepper

Suzanne L. Kloepper
Suzanne L. Kloepper

EXHIBIT A
ADJUSTMENT FOR ANNUAL INCREASE - 1989

<u>General Partners</u>	<u>Property or Cash</u>		<u>=</u>	<u>Total</u>
	<u>Original</u>	<u>+</u> <u>Additional</u>		
Fred P. Kloepper	\$ 35,720.89	\$ 111.16	\$	35,832.05
Janet B. Kloepper	35,720.89	111.16		35,832.05
<u>Limited Partners</u>				
Fred P. Kloepper	\$ 46,771.36	\$ 145.54	\$	46,916.90
Janet B. Kloepper	46,771.36	145.54		46,916.90
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	122,385.08	380.87		122,765.95
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	122,385.08	380.87		122,765.95
Susan Barclay	122,385.08	380.87		122,765.95
Machael D. Barclay	122,385.08	380.87		122,765.95
Karl H. Kloepper	122,385.08	380.87		122,765.95
Nadine H. Kloepper	122,385.08	380.87		122,765.95
Judy Barclay	122,385.08	380.87		122,765.95
Martin C. Barclay	122,385.08	380.87		122,765.95
Dixie K. VanGorkum	122,385.08	380.87		122,765.95
Darian J. VanGorkum	20,000.00	62.23		20,062.23
John F. Kloepper	122,385.08	380.87		122,765.95
Suzanne L. Kloepper	<u>\$ 20,000.00</u>	<u>\$ 62.23</u>	<u>\$</u>	<u>20,062.23</u>
Total	\$1,428,835.30 ¹	\$4,446.56 ²		\$1,433,281.86 ³

¹ Actual Total Partnership Capital \$1,428,835.31

² Based on total corporate value of Kloepper, Inc. of \$5,250,000 as of December 31, 1989, illustrating a per share value of \$51.57 reflecting an increase of \$.16 per share.

³ Actual Total Partnership Capital \$1,433,281.87

EXHIBIT B
ADJUSTMENT DUE TO ISSUANCE OF ADDITIONAL SHARES OF KLOEPFER, INC.

<u>General Partners</u>	<u>Property or Cash</u>		<u>=</u>	<u>Total</u>
	<u>Original</u>	<u>+ Adjustment</u>		
Fred P. Kloefer	\$ 35,832.05	(\$1,076.90)	\$	34,755.15
Janet B. Kloefer	35,832.05	(1,076.90)		34,755.15
<u>Limited Partners</u>				
Fred P. Kloefer	\$ 46,916.90	(\$ 1,410.05)	\$	45,506.85
Janet B. Kloefer	46,916.90	(1,410.05)		45,506.85
Alfred E. Barrus, Trustee of The Paul H. Kloefer Special Needs Trust	122,765.95	(3,689.62)		119,076.33
Alfred E. Barrus, Trustee of The Larry S. Kloefer Trust	122,765.95	(3,689.62)		119,076.33
Susan Barclay	122,765.95	(3,689.62)		119,076.33
Machael D. Barclay	122,765.95	(3,689.62)		119,076.33
Karl H. Kloefer	122,765.95	(3,689.62)		119,076.33
Nadine H. Kloefer	122,765.95	(3,689.62)		119,076.33
Judy Barclay	122,765.95	(3,689.62)		119,076.33
Martin C. Barclay	122,765.95	(3,689.62)		119,076.33
Dixie K. VanGorkum	122,765.95	(3,689.62)		119,076.33
Darian J. VanGorkum	20,062.23	(602.95)		19,459.28
John F. Kloefer	122,765.95	(3,689.62)		119,076.33
Suzanne L. Kloefer	<u>\$ 20,062.23</u>	<u>(\$ 602.95)</u>	<u>\$</u>	<u>19,459.28</u>
Total	\$1,433,281.86 ¹	(\$43,076.00) ²		\$1,390,205.86 ³

¹ Actual Total Partnership Capital \$1,433,281.87

² Actual Total Decrease \$43,076.05 representing a stock value of \$50.02 per share reflecting a loss of \$1.55 per share of Kloefer, Inc.

³ Actual Total Partnership Capital \$1,390,205.82

EXHIBIT C
ADDITIONAL CONTRIBUTIONS - DECEMBER, 1990

<u>General Partners</u>	<u>Property or Cash</u>		<u>=</u>	<u>Total</u>
	<u>Original</u>	<u>+</u> <u>Additional</u>		
Fred P. Kloepper	\$ 34,755.15	\$ 4,999.50	\$	39,754.65
Janet B. Kloepper	34,755.15	4,999.50		39,754.65
<u>Limited Partners</u>				
Fred P. Kloepper	\$ 119,076.33	\$ 94,990.48	\$	140,497.33
Janet B. Kloepper	119,076.33	94,990.48		140,497.33
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	119,076.33	-0-		119,076.33
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	119,076.33	-0-		119,076.33
Susan Barclay	119,076.33	-0-		119,076.33
Machael D. Barclay	119,076.33	-0-		119,076.33
Karl H. Kloepper	119,076.33	-0-		119,076.33
Nadine H. Kloepper	119,076.33	-0-		119,076.33
Judy Barclay	119,076.33	-0-		119,076.33
Martin C. Barclay	119,076.33	-0-		119,076.33
Dixie K. VanGorkum	119,076.33	-0-		119,076.33
Darian J. VanGorkum	19,459.28	-0-		19,459.28
John F. Kloepper	119,076.33	-0-		119,076.33
Suzanne L. Kloepper	<u>\$ 19,459.28</u>	<u>\$ -0-</u>	<u>\$</u>	<u>19,459.28</u>
Total	\$1,390,205.86 ¹	\$199,979.96		\$1,590,185.82 ²

¹ Actual Total Partnership Capital \$1,390,205.82

² Actual Total Partnership Capital \$1,590,185.78

EXHIBIT D
AGREED VALUES OF ADDITIONAL CONTRIBUTIONS - DECEMBER, 1990

<u>General Partners</u>	<u>Property or Cash</u>		<u>=</u>	<u>Total</u>
	<u>Original</u>	<u>+</u> <u>Additional</u>		
Fred P. Kloepper	\$ 34,755.15	\$ 4,999.50	\$	39,754.65
Janet B. Kloepper	34,755.15	4,999.50		39,754.65
<u>Limited Partners</u>				
Fred P. Kloepper	\$ 119,076.33	\$ 94,990.48	\$	140,497.33
Janet B. Kloepper	119,076.33	94,990.48		140,497.33
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	119,076.33	-0-		119,076.33
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	119,076.33	-0-		119,076.33
Susan Barclay	119,076.33	-0-		119,076.33
Machael D. Barclay	119,076.33	-0-		119,076.33
Karl H. Kloepper	119,076.33	-0-		119,076.33
Nadine H. Kloepper	119,076.33	-0-		119,076.33
Judy Barclay	119,076.33	-0-		119,076.33
Martin C. Barclay	119,076.33	-0-		119,076.33
Dixie K. VanGorkum	119,076.33	-0-		119,076.33
Darian J. VanGorkum	19,459.28	-0-		19,459.28
John F. Kloepper	119,076.33	-0-		119,076.33
Suzanne L. Kloepper	<u>\$ 19,459.28</u>	<u>\$ -0-</u>	<u>\$</u>	<u>19,459.28</u>
Total	\$1,390,205.86 ¹	\$199,979.96		\$1,590,185.82 ²

¹ Actual Total Partnership Capital \$1,390,205.82

² Actual Total Partnership Capital \$1,590,185.78

EXHIBIT E

PERCENTAGE PARTICIPATION AFTER 1990 CONTRIBUTIONS

<u>General Partners</u>	<u>Original</u>	<u>After Contributions</u>
Fred P. Kloepper	2.50%	2.5000%
Janet B. Kloepper	2.50%	2.5000%
<u>Limited Partners</u>		
Fred P. Kloepper	3.27%	8.8353%
Janet B. Kloepper	3.27%	8.8353%
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	8.57%	7.4882%
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	8.57%	7.4882%
Susan Barclay	8.57%	7.4882%
Machael D. Barclay	8.57%	7.4882%
Karl H. Kloepper	8.57%	7.4882%
Nadine H. Kloepper	8.57%	7.4882%
Judy Barclay	8.42%	7.4882%
Martin C. Barclay	8.42%	7.4882%
Dixie K. VanGorkum	8.42%	7.4882%
Darian J. VanGorkum	1.40%	1.2237%
John F. Kloepper	8.42%	7.4882%
Suzanne L. Kloepper	<u>1.40%</u>	<u>1.2237%</u>
Total	100.0% ¹	100.0000%

¹ Actual total percentage: 100.04%

EXHIBIT F
PARTNERSHIP GIFTING - DECEMBER, 1990

<u>General Partners</u>	<u>Original</u>	<u>+ 12/90 Gifting</u>	<u>= Total</u>
Fred P. Kloepper	\$ 39,754.65	\$ -0-	\$ 39,754.65
Janet B. Kloepper	39,754.65	-0-	39,754.65
<u>Limited Partners</u>			
Fred P. Kloepper	\$ 140,497.33	(\$120,000.00)	\$ 20,497.33
Janet B. Kloepper	140,497.33	(120,000.00)	20,497.33
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	119,076.33	20,000.00	139,076.33
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	119,076.33	20,000.00	139,076.33
Susan Barclay	119,076.33	20,000.00	139,076.33
Machael D. Barclay	119,076.33	20,000.00	139,076.33
Karl H. Kloepper	119,076.33	20,000.00	139,076.33
Nadine H. Kloepper	119,076.33	20,000.00	139,076.33
Judy Barclay	119,076.33	20,000.00	139,076.33
Martin C. Barclay	119,076.33	20,000.00	139,076.33
Dixie K. VanGorkum	119,076.33	20,000.00	139,076.33
Darian J. VanGorkum	19,459.28	20,000.00	39,459.28
John F. Kloepper	119,076.33	20,000.00	139,076.33
Suzanne L. Kloepper	<u>\$ 19,459.28</u>	20,000.00	<u>\$ 39,459.28</u>
Total	\$1,590,185.82 ¹		\$1,590,185.82 ¹

¹ Actual Total Partnership Capital \$1,590,185.78

EXHIBIT G

PERCENTAGE PARTICIPATION AFTER 1990 GIFTING

<u>General Partners</u>	<u>Original</u>	<u>12/90 Gifting</u>	<u>After Gifting</u>
Fred P. Kloepper	2.5000%	-0-	2.5000%
Janet B. Kloepper	2.5000%	-0-	2.5000%
<u>Limited Partners</u>			
Fred P. Kloepper	8.8353%	(7.5462%)	1.2891%
Janet B. Kloepper	8.8353%	(7.5452%)	1.2891%
Alfred E. Barrus, Trustee of The Paul H. Kloepper Special Needs Trust	7.4882%	1.2577%	8.7459%
Alfred E. Barrus, Trustee of The Larry S. Kloepper Trust	7.4882%	1.2577%	8.7459%
Susan Barclay	7.4882%	1.2577%	8.7459%
Machael D. Barclay	7.4882%	1.2577%	8.7459%
Karl H. Kloepper	7.4882%	1.2577%	8.7459%
Nadine H. Kloepper	7.4882%	1.2577%	8.7459%
Judy Barclay	7.4882%	1.2577%	8.7459%
Martin C. Barclay	7.4882%	1.2577%	8.7459%
Dixie K. VanGorkum	7.4882%	1.2577%	8.7459%
Darian J. VanGorkum	1.2237%	1.2577%	2.4814%
John F. Kloepper	7.4882%	1.2577%	8.7459%
Suzanne L. Kloepper	<u>1.2237%</u>	1.2577%	<u>2.4814%</u>
Total	100.0000%		100.0000%