

AMENDED ARTICLES OF CO-PARTNERSHIP

THESE AMENDED ARTICLES OF CO-PARTNERSHIP, made and entered into this 22nd day of January, 1976, by and between THOMAS H. GALLAGHER and DOROTHY S. GALLAGHER, his wife, First Parties; and CHARLES DAMELE and R. D. DAMELE, Second Parties; and G. W. GARRETT, Third Party;

W I T N E S S E T H:

WHEREAS, the parties hereto did on the 2nd day of January, 1973, enter into Articles of Co-Partnership for the purpose of conducting a ranching and livestock operation in the State of Nevada under the name of DIAMOND LAND AND CATTLE; and

WHEREAS, it is the desire of the parties hereto to amend said Articles of Co-Partnership;

NOW, THEREFORE, in consideration of the mutual promises and covenants of the parties hereinafter contained, and other good and valuable consideration, the Partnership shall be conducted, handled, managed and operated upon the following terms:

1. The parties have heretofore on the 22nd day of January, 1976, entered into an agreement, a copy of which agreement is attached hereto as Exhibit A, and incorporated herein by reference. The Articles of Co-Partnership will be amended as specifically set forth in said Exhibit A, and subject only to the conditions therein contained.

2. Upon all parties carrying out the terms as contained in said Exhibit A, Second Parties will no longer be considered partners in DIAMOND LAND AND CATTLE, and the First Parties and the Third Party will be all of the partners in said partnership, and the interest of the remaining partners shall be as follows:

- (a) First Parties -- 60%
Third Party ---- 40%


Third Party in the same percentages, and all profits and losses of the partnership shall be borne by the First Parties and the Third Party in the same percentages.


3. The Second Parties waive any claims against the First Parties, the Third Party, and the partnership, except as specifically forth in Exhibit A, and the partnership, the First Parties and the Third Party waive any right of contribution, or any claim of any name or nature against the Second Parties arising out of their previous participation and interest in the partnership.

4. The parties do by this agreement amend Paragraph 12, page 10 of the original Articles of Co-Partnership, to permit the voluntary withdrawal of Second Parties from the partnership.

5. The First Parties and Third Party and the partnership do hereby waive their right pursuant to Paragraph 18, page 13, to apply for a Nevada State Contractor's License and to do business under the fictitious name of DAMELE BROTHERS, and the Second Parties retain the right to conduct business under their existing Nevada State Contractor's license as DAMELE BROTHERS.

IN WITNESS WHEREOF, the parties have hereunto set their hands as of the day and year first hereinabove written.


THOMAS H. GALLAGHER


DOROTHY S. GALLAGHER

First Parties


CHARLES DAMELE


R. D. DAMELE

Second Parties


G. W. GARRETT

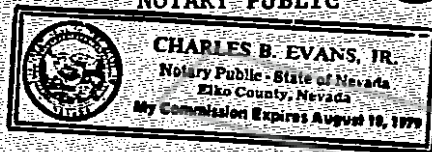
Third Party

-2-

STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

On this 2nd day of January, 1976, personally appeared before me, a Notary Public, THOMAS H. GALLAGHER and DOROTHY S. GALLAGHER, who acknowledged to me that they executed the foregoing instrument.

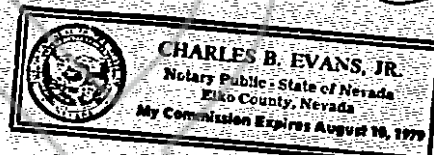

NOTARY PUBLIC



STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

On this 2nd day of January, 1976, personally appeared before me, a Notary Public, CHARLES DAMELE and R. D. DAMELE, who acknowledged to me that they executed the foregoing instrument.

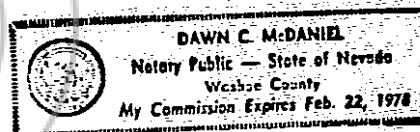

NOTARY PUBLIC



STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

On this 22nd day of January, 1976, personally appeared before me, a Notary Public, G. W. GARRETT, who acknowledged to me that he executed the foregoing instrument.


NOTARY PUBLIC



The undersigned, CHRISTINE GARRETT, wife of G. W. GARRETT, PATRICIA DAMELE, wife of CHARLES DAMELE, and ARLENE DAMELE, wife of R. D. DAMELE, do hereby consent to the foregoing Amended Articles of Co-Partnership, insofar as they may claim an interest in the co-partnership arising out of any community interest they may have resulting by being wives of partners of the partnership.

DATED this 22nd day of January, 1976.

CHRISTINE GARRETT

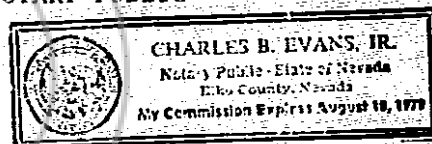
PATRICIA DAMELE

ARLENE DAMELE

STATE OF NEVADA)
COUNTY OF ELKO) SS.

On this 22nd day of January, 1976, personally appeared before me, a Notary Public, PATRICIA DAMELE and ARLENE DAMELE, who acknowledged that they executed the foregoing instrument.

NOTARY PUBLIC



First American Title Company
RECORDED AT THE REQUEST OF of Nevada
on Jan. 27, 1976, at 8 mins. past 3 P.M. In
Book 53 of OFFICIAL RECORDS, page 497-500, RECORDS OF
EUREKA COUNTY, NEVADA. WILLIS A. DePAOLI Recorder
File No. 60838 Fee \$ 6.00