

AMENDMENT TO
 CERTIFICATE OF LIMITED PARTNERSHIP
 OF
 CALIFORNIA PISTACHIO ORCHARD UNIT III

We hereby amend the Certificate of Limited Partnership of California Pistachio Orchard Unit Three recorded September 5, 1971, in the official records in the office of the County Recorder of Contra Costa County, California, for the following reasons and in the following manner:

1) Paragraph II thereof is amended by changing the location of the principal place of business from 180 Miramonte Drive, Moraga, Ca. 94556 to 119 West Front Street, Merrill, Or. 97633.

Paragraph II is further amended to read:

(a) The name and place of business of the General Partner is:
 Harold D. Hansen, 119 West Front Street, Merrill, Klamath County, Oregon 97633.

(b) The names and places of residence of the Limited Partners are:

1. Jeffrey Samuels, M.D.
 32 Wolfe Canyon Road
 Kentfield, Ca. 94904
2. Harold D. Hansen
 Flyway Ranch, Stateline Highway
 Merrill, Oregon 97633
3. Jack T. Bell
 3834 Palo Alto Drive
 Lafayette, California 94549
4. Philip M. Aker & Barbara D. Aker
 1737 Silverwood Terrace
 Los Angeles, Ca. 90026
5. James Slaughter, M.D.
 156 Lovell Ave.
 Mill Valley, Ca. 94541
6. Robert R. Agnew
 2477 Biltmore Dr.
 Alamo, Ca. 94507

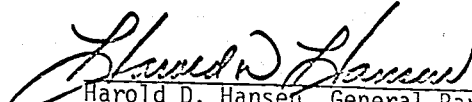
2) Paragraph VI A (1) & (2) of said Certificate of Limited Partnership is amended to Read:
 The Capital of the partnership shall consist of Contributions made by the Limited Partners, both Original and Substituted, and the share of the profits by reason of each Limited Partners Contribution shall be as herein stated:

	Share of Profits	
Jeffrey Samuels, M.D.	21.25%	(5 units)
Harold D. Hansen	21.25%	(5 units)
*Jack T. Bell	\$11,473.00 Contributed by Jack T. Bell	x 5 Units
	Total Costs to Develop 5 Units	
*James Slaughter, M.D.	\$15,171.35 Contributed by James Slaughter	x 5 Units
	Total Costs to Develop 5 Units	
**Robert R. Agnew	\$Total Dollars Contributed by R. D. Agnew	x 5 Units
	Total Costs to Develop 5 Units	
***Philip & Barbara Aker	\$Total Dollars Contributed by P. & B. Aker	x 5 Units
	Total Costs to Develop 5 Units	

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- * % of reduced paid up interests will be calculated at the time no more additional Investment is needed to develop the Orchard.
- ** Continuing the Units of J.T. Bell as a substituted Limited Partner.
- *** Continuing the Units of James Slaughter as a substituted Limited Partner.

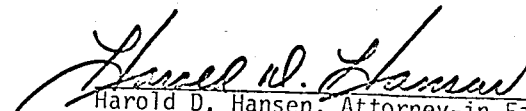
Dated: March 15, 1978


Harold D. Hansen, General Partner

LIMITED PARTNERS:

Jeffrey Samuels, M.D.
Harold D. Hansen
Jack T. Bell
James Slaughter, M.D.
Robert R. Agnew
Philip & Barbara Aker

By their Attorney-in-Fact, pursuant
to Power of Attorney granted for
this purpose.


Harold D. Hansen, Attorney-in-Fact

STATE OF OREGON)
COUNTY OF KLAMATH) ss

This day appeared before me, Sharon K. Green, A Notary Public, in and for said State and County, Harold D. Hansen, known to me to be the General Partner of California Pistachio Orchard Unit Three, A California Limited Partnership, and acknowledged that he is the duly constituted Attorney-in-Fact for each of the above named Limited Partners; that he executed the foregoing Amendment to Certificate of Limited Partnership as said Attorney-in-Fact for and on behalf of said Limited Partners and that he was fully authorized to do so.

IN WITNESS WHEREOF, I have placed my hand and affixed my Notarial Seal this 15th day of March, 1978.

Sharon K. Green
Notary Public

My Commission Expires October 11, 1981

STATE OF OREGON)
COUNTY OF KLAMATH) ss

On March 15, 1978, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Harold D. Hansen, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and Official Seal.

*University Stamp, Inc.
P.O. Box 441
Merrill, Ore 97633*

STATE OF OREGON; COUNTY OF KLAMATH; ss.

Sharon K. Green
Notary Public in and for said County and State

I hereby certify that the within instrument was received and filed for record on the 17th day of March A.D., 19 78 at 8:47 o'clock A M., and duly recorded in Vol. M78 of Articles of Partnership on Page 5133.

FEE \$9.00

WM. D. MILNE, County Clerk

By Sanchari Smith Deputy