

Filing Fee: \$100.00

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

**LIMITED PARTNERSHIP**

**APPLICATION FOR CERTIFICATE OF REGISTRATION**

Pursuant to the provisions of Section 7-13-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the state of Rhode Island and for that purpose submits the following statement:

1. The name of the limited partnership is Bayside Village Associates Limited Partnership  
(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")  
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:  
\_\_\_\_\_
2. The limited partnership is organized under the laws of Massachusetts  
and the date of its formation is December 21, 1970
3. The general character of the business it proposes to transact in Rhode Island is:  
Owning, managing, developing, maintaining, leasing, selling and carrying on any related  
lawful business in connection with certain property located at 143 Third Avenue,  
Newport, Rhode Island 02904.
4. The name and address of the agent for service of process is Robert Cuttle  
(Name of Agent)  
195 Admiral Kalbfus Avenue Newport, RI 02840  
(Street Address, not P.O. Box) (City/Town) (Zip Code)
5. The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.
6. The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:  
c/o The Simon Companies, 639 Granite Street, Braintree, Massachusetts 02184-5366

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7. The name and business address of each general partner is:

| <u>General Partner</u>                 | <u>Business Address</u>   |       |
|--|---|-------|
| <u>Franklin W. Simon</u>               | <u>c/o The Simon Companies, 639 Granite Street, Braintree, MA</u> | 02134 |
| <u>Fiduciary Investment Properties</u> | <u>c/o The Simon Companies, 639 Granite Street, Braintree, MA</u> | 02184 |
| <u> </u>                               | <u> </u>  |       |
| <u> </u>                               | <u> </u>  |       |
| <u> </u>                               | <u> </u>  |       |

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

The Simon Companies, 639 Granite Street, Braintree, MA 02184

9. A mailing address for the foreign limited partnership is c/o The Simon Companies, 639 Granite Street  
Braintree, MA 02184

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

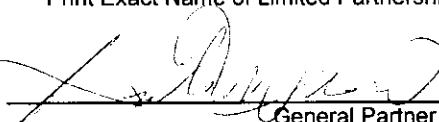
Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Registration of a Foreign Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 12/13/10

Bayside Village Associates Limited Partnership

Print Exact Name of Limited Partnership Making Application

By

  
General Partner



**William Francis Galvin**  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

**December 10, 2010**

To Whom it May Concern:

I hereby certify that according to the records in this office, a Certificate of Formation of Limited Partnership was filed in this office by

**BAYSIDE VILLAGE ASSOCIATES LIMITED PARTNERSHIP**  
**(ORGANIZED AS: BAYSIDE VILLAGE ASSOCIATES)**

in accordance with the provisions of Massachusetts General Laws, Chapter 109, on **December 21, 1970**.

I also certify that the following amendments to said limited partnership were filed here:

**Amendment filed: March 23, 1973**

**Amendment filed: August 22, 1974**

**Amendment filed: May 26, 1994**

**Amendment filed: November 10, 1995**

**Amendment filed: December 10, 2010**

I further certify that no other amendment to said Certificate of Formation of Limited Partnership has been filed; that, said Limited Partnership has not filed a Certificate of Cancellation; that said Limited Partnership has not been administratively dissolved; and that, so far as appears of record, said Limited Partnership has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth