

Filing Fee: \$50.00

ID Number: 000062208



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

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF REGISTRATION

Pursuant to the provisions of Section 7-13-52 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby submits the following Certificate of Amendment to Certificate of Registration:

1. The name of the limited partnership is:

RD WOONSOCKET ASSOCIATES LIMITED PARTNERSHIP

2. A Certificate of Registration was issued to the limited partnership by the Office of the Secretary of State of the State of Rhode Island on **10/03/1990**, authorizing it to transact business in Rhode Island under the name of **RD WOONSOCKET ASSOCIATES LIMITED PARTNERSHIP**

3. The Application for Certificate of Registration is amended as follows:

[Insert amendment]

RD Woonsocket, Inc., c/o RD Capital Inc., 485 Madison Avenue, New York, New York 10022 is hereby deleted as General Partner and replaced with Acadia Walnut Hill LLC, c/o Acadia Realty Trust, 1311 Mamaroneck Avenue, Suite 260, White Plains, New York 10605

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By **134080**
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Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Amendment to Certificate of Registration of a Foreign Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

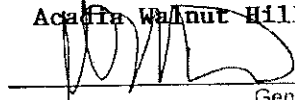
Date: December 29, 2010

RD WOONSOCKET ASSOCIATES LIMITED PARTNERSHIP

Print Exact Name of Limited Partnership Making Application

By: ~~Acacia Walnut Hill LLC, its general partner~~

By



General Partner

Robert Masters, Authorized Person



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

