

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.

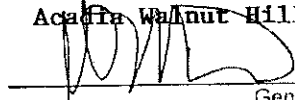
Date: December 29, 2010

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