



State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Limited Partnership
Certificate of Amendment to Certificate of Limited Partnership**

(Section 7-13-9 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited partnership is Riverstone Apartments L.P.

If the partnership's name is changing, state the new name: Riverstone Apartments L.P.

ARTICLE II

The date of filing of the Certificate of Limited Partnership is 5/17/2012

ARTICLE III

The Certificate of Limited Partnership (as previously amended on 6/5/2012) is amended as follows, including, if applicable, a change made in Article I:

Location of its principal office:

No. and Street: 500 PROSPECT STREET
City or Town: PAWTUCKET State: RI Zip: 02860 Country: USA

If the mailing address of the limited partnership is changing, so state:

No. and Street: 500 PROSPECT STREET
City or Town: PAWTUCKET State: RI Zip: 02860 Country: USA

If there is a change in the general partners of the limited partnership, modify the following section:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PARTNER	RIVERSTONE GP LLC	500 PROSPECT STREET PAWTUCKET, RI 02860 USA

If there are any other provisions to be amended, so state:

NONE

ARTICLE IV

This Certificate of Amendment is signed by at least one general partner and, if applicable, by each other general partner designated herein as a new general partner.

Signed this 17 Day of January, 2013 at 1:45:40 PM by the general partner(s). This electronic

signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the partnership, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-13.

Riverstone Apartments L.P.
Name of Limited Partnership

By RIVERSTONE GP LLC, ITS GENERAL PARTNER
By LESTER B. KEATS, PRESIDENT OF BLACKSTONE VALLEY DEVELOPMENT CORPORATION, ITS MANAGING MEMBER

Form No. 301
Revised 09/07

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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 handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

