

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
2016 SEP 14 PM 2:48

LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership under and by virtue of the powers conferred by Section 7-13-8 of the General Laws of Rhode Island, 1956, as amended, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:

Prospect Redevelopment II Limited Partnership

(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

2. The address of the specified office in this state where the records of the limited partnership shall be kept is:

6 Faneuil Hall Marketplace, Boston, Massachusetts 02109

3. The name and address of the specified agent for service of process is National Corporate Research, Ltd.

222 Jefferson Boulevard

Warwick

RI 02888

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

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

General Partner

Business Address

Prospect Redevelopment II GP LLC

6 Faneuil Hall Marketplace, Boston, MA 02109

5. The mailing address for the limited partnership is 6 Faneuil Hall Marketplace

(Street Address)

Boston

Massachusetts

02109

(City/Town)

(State)

(Zip Code)

FILED

SEP 14 2016

By 283533

A.A. 2:48 PM

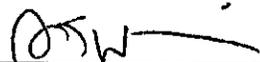
6. Any other matters the partners determine to include herein:

(If additional space is required, please list on separate attachment.)

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

Date: September 14, 2016

Prospect Redevelopment I GP LLC, its General Partner
By: Prospect Redevelopment I MM LLC,
Its: Managing Member
By: WDP Manager Corp., Its Manager

By: 

Gilbert J. Winn, President

Signature(s) of all general partners named herein

**PROSPECT REDEVELOPMENT I LIMITED PARTNERSHIP
Six Faneuil Hall Marketplace
Boston, MA 02109**

September 13, 2016

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

2016 SEP 14 PM 2:18
SECRETARY OF STATE
CORPORATIONS DIV

RE: Prospect Redevelopment II Limited Partnership

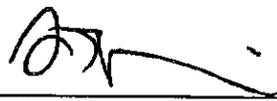
Dear Sir/Madam:

Please be advised that Prospect Redevelopment I Limited Partnership hereby consents to the use of the following name: **Prospect Redevelopment II Limited Partnership** by the individual entity.

If you have any questions or require anything further, please contact me at 617-239-4563.

Sincerely,

PROSPECT REDEVELOPMENT I
LIMITED PARTNERSHIP
BY: PROSPECT REDEVELOPMENT I GP LLC
ITS: GENERAL PARTNER
By: PROSPECT REDEVELOPMENT I
MM LLC, MANAGING MEMBER
BY: WDP MANAGER CORP., MANAGER

By: 

Gilbert J. Winn, President



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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 blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea
Secretary of State

