

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

154202

Know all Men by These Presents, That we, Robert R. Gaudreau of Lincoln, Rhode Island and Centennial/Ft. Wayne Associates, a Rhode Island general partnership

desiring to form a limited partnership under and by virtue of the powers conferred by Chapter 7-13 of the General Laws of Rhode Island, do solemnly swear that:

FIRST. The name of the partnership shall be GAUDREAU - CENTENNIAL ASSOCIATES

SECOND. The character of the business conducted by the partnership shall be investments in real estate and acting as a general partner of partnerships investing in real estate.

THIRD. The principal place of business of the partnership shall be located at 2401 Hospital Trust Tower, Providence, Rhode Island 02903.
(No. Street, City or Town, State.)

FOURTH.	General Partners	Residence (No. Street, City or Town, State.)
	Robert R. Gaudreau	3 Iron Forge Rd., Lincoln, RI

Limited Partners	Residence (No. Street, City or Town, State.)
Centennial/Ft. Wayne Associates, a Rhode Island general partnership	3 Iron Forge Rd., Lincoln, RI
[of which Gaudreau Development Co., Inc. and Urban America Development Group, Ltd. are the general partners]	

are the names and places of residence of all members of the partnership, both general and limited, as respectively designated.

FIFTH. The term of existence of the partnership shall be from the date hereof to December 31, 2050

SIXTH. The following items listed immediately below shall be the contribution of each limited partner.

Name of Limited Partner	Cash	Property other than Cash	Value
Centennial/Ft. Wayne Assoc.	\$99.00		

SEVENTH. The items listed immediately below shall be the additional contributions, agreed to be made by each limited partner.

Name of Limited Partner	Cash	Property other than Cash	Value
no additional contributions agreed to be made			

and the times at which or the events on the happening of which said contributions shall be made shall be

EIGHTH. The contribution of each limited partner shall be returned upon liquidiation or dissolution or at such earlier time as determined by the general partner.

NINTH. Each limited partner shall, by reason of his contribution, receive a 99% interest in all profits, losses, distributions and credits of the partnership.

TENTH. Each or any limited partner shall have the right to substitute an assignee as contributor in his place, subject to the following terms and conditions:

The limited partner shall not have the right to substitute an assignee as contributor in its place.

ELEVENTH. The partners shall..... have the right to admit additional limited partners.

TWELFTH. No....., ~~a~~ limited partner, shall have the right to priority over the other limited partners as to contributions or as to compensation by way of income, and the nature of such priority shall be.....

THIRTEENTH. Upon the death, retirement or insanity of a general partner, the remaining general partner or partners shall have the right to continue the business.

FOURTEENTH. ~~Any~~ ^{No} limited partner shall..... have the right to demand and receive property other than cash in return for his contribution.

In Testimony Whereof, We have hereunto set our hands and stated our residences this..... day of..... A. D. 19 82....

Name	Residence (No. Street, City or Town, State.)
<u>Robert R. Gaudreau</u>	<u>3 Iron Forge Rd., Lincoln, RI</u>
	<u>CENTENNIAL/FT. WAYNE ASSOCIATES</u>
By <u>Robert R. Gaudreau</u>	
<u>Gaudreau Development Co., Inc., Managing General Partner</u>	<u>3 Iron Forge Rd., Lincoln, RI</u>

State of Rhode Island, }
County of PROVIDENCE } In the City Lincoln } of Providence

in said county, this 4th day of October, A. D. 19 82, then personally appeared before me Robert R. Gaudreau individually and in his capacity as President of Gaudreau Development Co., Inc., Managing General Partner of Centennial/Ft. Wayne Associates

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

John W. Banta
John W. Banta

Notary Public.

My Commission Expires June 30, 1985

✓
LIMITED PARTNERSHIP

CERTIFICATE
OF

GAUDREAU - CENTENNIAL
ASSOCIATES

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FILED IN THE OFFICE OF THE
SECRETARY OF STATE

OCT 5 - 1982 19

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