

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

Know all Men by These Presents, That we, Chester H. Kirk and Albert N. D'Amico, of North Kingstown, Rhode Island, and Kenneth L. Kirk of Cranston, Rhode Island,

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 New England Center Properties

SECOND. The character of the business conducted by the partnership shall be to acquire, own, and develop real property and to construct (including rehabilitating buildings) thereon, maintain, operate and/or lease an alcoholic treatment and rehabilitation facility financed by a first mortgage loan insured under Section 232 of the National Housing Act, as amended.

THIRD. The principal place of business of the partnership shall be located at 1400 Division Road, West Warwick, Rhode Island
(No. Street, City or Town, State.)

FOURTH.	General Partners	Residence (No. Street, City or Town, State.)
	Chester H. Kirk	275 Stony Lane, North Kingstown, Rhode Island
	Albert N. D'Amico	259 Potters Road, North Kingstown, Rhode Island
	Kenneth L. Kirk	10 Seaview Avenue, Cranston, Rhode Island

	Limited Partners	Residence (No. Street, City or Town, State.)
	Chester H. Kirk	275 Stony Lane, North Kingstown, Rhode Island
	Albert N. D'Amico	259 Potters Road, North Kingstown, Rhode Island
	Kenneth L. Kirk	10 Seaview Avenue, Cranston, Rhode Island

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 filing of this Certificate to December 31, 2023, unless sooner terminated upon the occurrence of any of the events set forth in Section 4 of the limited partnership agreement of even date herewith among the parties hereto ("said limited partnership agreement").

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
Chester H. Kirk	\$20.	None	
Albert N. D'Amico	\$10.	None	
Kenneth L. Kirk	\$10.	None	

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
None			

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

Not applicable

EIGHTH. The contribution of each limited partner shall be returned only upon termination of the limited partnership as provided in Section 11 of said limited partnership agreement.

NINTH. Each limited partner shall, by reason of his contribution, receive the following percentage of the profits of the partnership:

Chester H. Kirk	2%
Albert N. D'Amico	1%
Kenneth L. Kirk	1%

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:

Only with the prior written consent of all other partners as provided in Section 14 of said limited partnership agreement.

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

TWELFTH. No ~~xx~~ 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 limited partner shall not..... 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..... 28th..... day of February..... A. D. 1979.....

Name	Residence (No. Street, City or Town, State.)
<i>C. H. Kirk</i>	255 Stony Lane, North Kingstown, R. I.
<i>Albert N. D'Amico</i>	259 Potters Road, North Kingstown, R. I.
<i>Kenneth L. Kirk</i>	10 Seaview Avenue, Cranston, R. I.

State of Rhode Island, }
County of Providence } In the City of Providence
Town

in said county, this..... 28th..... day of..... February....., A. D. 1979....., then personally appeared before me Chester H. Kirk and Albert N. D'Amico..... both of North Kingstown, Rhode Island, and Kenneth L. Kirk of Cranston, Rhode Island,

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.

J. A. Winsfel
Notary Public.
My Commission Expires
June 30, 1981

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LIMITED PARTNERSHIP

CERTIFICATE
OF

New England Center
Properties

*****50.00

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FILED IN THE OFFICE OF THE
SECRETARY OF STATE

MAR 1 - 1979
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