

Filing Fee \$150.00

LLC # 91465

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

FIRST. The name of the Limited Liability company is:

KNOWLES FAMILY ASSOCIATES, LLC

SECOND. There are at least two members who have agreed to form this limited liability company.

THIRD. The latest date on which the limited liability company is to dissolve is:

September 1, 2026

FOURTH. The name and address of the resident agent in the State of Rhode Island is:

David H. Ferrara, Esq.

21 Garden City Drive

Cranston, RI 02920

David H. Ferrara
Signature of Resident Agent

FIFTH. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

☒ a partnership;

or ☐ a corporation.

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CC # 63

By 165280

SIXTH. The address of the principal office of the limited liability company if it is determined:

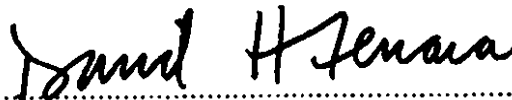
.....
1936 Old Louisquisset Pike, Lincoln, RI 02865.....
.....

SEVENTH. Additional provisions (if any) not inconsistent with law, which the members elect to have set forth in these Articles of Organization:

Any operating agreement shall be in writing.

EIGHTH. Date these Articles of Organization are to become effective, if later than the date of filing, is:upon filing..... (not more than 30 days after the filing of these Articles of Organization)

Dated September 20,, 19 96



.....
(Signature of Authorized Person)

Filing Fee: \$50.00

58605

State of Rhode Island and Providence Plantations

CERTIFICATE OF LIMITED PARTNERSHIP

Be it Known to All by these Presents, That we, the undersigned, 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 execute the following Certificate of Limited Partnership:

FIRST. The name of the partnership shall be.....

Knowles Station Associates, L.P.

SECOND. The character of the business conducted by the partnership shall be.....

to acquire, develop, own, maintain, operate, sell, lease,
manage, dispose of, convert into condominiums, or otherwise

deal with certain real estate located in Pawtucket, Rhode Island....
(the "Property") as more particularly described in an Agreement of
Limited Partnership dated as of December 20, 1989 (the "Agreement")
and for any business or activity related to the Property.

THIRD. The address of the specified office of the partnership is.....

21 Garden City Drive, Cranston, RI 02920

(NO. STREET, CITY OR TOWN IN RHODE ISLAND)

and the name of the specified agent for service of process at such address is.....

James L. Taft, Jr.

FOURTH. The names and residences of all members of the partnership, both general and limited, are as respectively designated. (Use Schedule A if space below is not sufficient.)

General Partners

Residence
(NO. STREET, CITY OR TOWN, STATE)

Eunice B. Potts

Pole 190, Old Louisquisset Pike, Lincoln, RI

Limited Partners

Residence
(NO. STREET, CITY OR TOWN, STATE)

Alice A. Knowles

Pole 190, Old Louisquisset Pike, Lincoln, RI

Donald H. Knowles

Box 62, RR-2, Ozawie, Kansas

Robert C. Knowles

16 Fern Hill Rd., Kennett Square, Pennsylvania

Eunice B. Potts

Pole 190, Old Louisquisset Pike, Lincoln, RI

Executors and Trustees under the Will of Jess(e) L. Knowles pole 190, Old Louisquisset Pike
Lincoln, RI

ml

FIFTH. The following items listed immediately below shall be the contribution of each

[illegible]

See Schedule A

and the items listed immediately below shall be the future contributions, agreed to be made by each partner. (Use Schedule A if space below is not sufficient.)

[illegible]

The Partners have not agreed to make any future contributions.

SIXTH. The times at which or the events on the happening of which said future contributions shall be made shall be..... NOT APPLICABLE

SEVENTH. Provisions (if any) for the power of a limited partner to grant the right to become a limited partner to an assignee of any part of his partnership interest, and the terms and conditions of the power. As provided in Article X of the Agreement.

Schedule A

<u>General Partner</u>	<u>Property Contributed</u>	<u>Percentage Interest</u>
Eunice B. Potts Pole 190 Old Louisquisset Pike Lincoln, RI 02865	undivided 1/86th interest as tenant in common in property described on Exhibit B	1/86

<u>Limited Partner</u>	<u>Property Contributed</u>	<u>Percentage Interest</u>
Executors and Trustees under the Will of Jess(e) L. Knowles Old Louisquisset Pike Lincoln, RI 02865	undivided 28/86ths interest as tenant in common in property described on Exhibit B	28/86

Robert C. Knowles 16 Fern Hill Road Kennett Square, PA 19348	undivided 10/86ths interest as tenant in common in property described on Exhibit B	10/86
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Alice A. Knowles Pole 190 Old Louisquisset Pike Lincoln, RI 02865	undivided 28/86ths interest as tenant in common in property described on Exhibit B	28/86
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Donald H. Knowles Box 68, RR-2 Ozawkie, KS 66070	undivided 10/86ths interest as tenant in common in property described on Exhibit B	10/86
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Eunice B. Potts Pole 190 Old Louisquisset Pike Lincoln, RI 02865	undivided 9/86ths interest as tenant in common in property described on Exhibit B	9/86
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The agreed value of the property described on Exhibit B is \$672,948, as encumbered by Leases and Mortgage.

EXHIBIT B

PARCEL I

That certain lot or parcel of land, with all the buildings and other improvements thereon, situated at the southeasterly corner of Mineral Spring Avenue and Smithfield Avenue, and on the northerly side of West Lawn Avenue, in said City of Pawtucket, laid out and described as lots numbered one (1), two (2) and twenty-one (21) on that plat of land entitled "Plat Number 1 of the Estate of Lucius B. Darling surveyed and drawn under the direction of the Commissioners appointed by the Superior Court March 21, 1907, J. E. Judson, C. E.", which said plat is on file in the office of the Recorder of Deeds in said City of Pawtucket on Plat Card No. 323. Said parcel is further described as lot numbered one hundred sixty-five (165) on Plat numbered fifty-one (51) on file in the office of the Board of Tax Assessors in said City of Pawtucket, for the year 1930. Being the same premises conveyed to said George T. Knowles by deed of Henry Vigeant, dated September 20, 1922, and recorded in the Land Records of said City of Pawtucket in Book 227 at Page 22.

Also those two certain lots or parcels of land each measuring fifty (50) feet by one hundred (100) feet, situated on the northerly side of West Lawn Avenue, measuring fifty (50) feet on said West Lawn Avenue. Said tracts of land are further described as lots number sixteen (16) and seventeen (17) on that plat entitled "Plat Number 1 of the Estate of Lucius B. Darling. Surveyed and Drawn under the direction of the Commissioners appointed by the Superior Court, March 21, 1907, J. E. Judson, C.E.", and recorded in said records on Plat Card No. 323. Being the same premises conveyed to said George T. Knowles and wife Lolita B. Knowles (now deceased) as joint tenants by deeds of Lorraine Manufacturing Company dated October 9, 1936 and recorded in said Pawtucket in Deed Book 336, Page 435, and dated August 9, 1938 and recorded in said Pawtucket in Deed Book 345, Page 471.

Also those three certain lots of land, with all the buildings and improvements thereon, situated in said City of Pawtucket on the northerly side of West Lawn Avenue, laid out and designated as Lots numbered eighteen (18), nineteen (19) and twenty (20) on that plat entitled "The Mineral Spring Plat No. 1 belonging to L. B. Darling Estate, Pawtucket, R. I. By A. R. Sweet 1874", which said plat is recorded in the Land Records of said Pawtucket on Plat Card No. 227. Being the same premises conveyed to said George T. Knowles and wife by deed of William D. Whittaker, Admr. dated July 29, 1931 and recorded in said Pawtucket in Deed Book 313, Page 301.

PARCEL II

That certain lot or parcel of land, with all the buildings and other improvements thereon, situated at the northeasterly corner of Smithfield Avenue and West Lawn Avenue, in said City of Pawtucket, laid out and designated as lot numbered twenty-two (22) on that plat of land entitled "The Mineral Spring Plat No. 1, Belonging to L. B. Darling Estate Pawtucket, R. I. From survey by A. R. Sweet, 1874 D. L. Wilkinson, 1889", which said plat is on file in the office of the Recorder of Deeds in said City of Pawtucket on Plat Card No. 227, EXCEPTING THEREFROM so much of said lot as was taken in the widening of said Smithfield Avenue.

PARCEL III

That certain lot or parcel of land, with all the buildings and other improvements thereon, situated on the southerly side of Mineral Spring Avenue, in said City of Pawtucket, laid out and designated as lot numbered three (3) on "Mineral Spring Plat No. 1 Belonging to L. B. Darling Estate Pawtucket, R. I. From Survey By A. R. Sweet 1874 D. L. Wilkinson 1889", which said plat is on file in the office of the Recorder of Deeds in said City of Pawtucket on Plat Card No. 227.

Being the same premises conveyed to said grantor by deed from Florence Jack, dated July 21, 1969, recorded in the Land Records of said City of Pawtucket in Book 672 at page 93.

PARCEL IV

Those two (2) certain lots or parcels of land with all the buildings and improvements thereon, situated on the southerly side of Mineral Spring Avenue in said Pawtucket, and laid out and delineated as lots numbered 5 (five) and 6 (six) on that plat entitled "The Mineral Spring Plat No. 1. Belonging to L.B. Darling Estate Pawtucket, R. I. from survey by A. R. Sweet 1874; D. L. Wilkinson, 1889" which plat is recorded with the records of Land Evidence in said Pawtucket on Plat Card 227.

Said lots together form one parcel, bounding northerly on Mineral Spring Avenue one hundred (100) feet, and holding that width and extending southerly therefrom one hundred (100) feet, bounding easterly on land now or lately of Lincoln Realty & Mortgage Company, Inc., southerly on land now or lately of Lorraine Manufacturing Company in part and in part on land now or lately of William and Jenny Whitaker, and westerly on land now or lately of Findlav and Olive L. Jack.

EIGHTH. If agreed upon, the time at which or the events on the happening of which a partner may terminate his/her/its membership in the limited partnership and the amount of, or the method of determining the distribution to which a partner may be entitled respecting his/her/its partnership interest, and the terms and conditions of the termination and distribution.....

Not Applicable

NINTH. The right (if any) of a partner to receive distributions of property, including cash from the limited partnership.....

NONE

TENTH. The right (if any) of a partner to receive, or of a general partner to make, distributions to a partner which include a return of all or any part of the partner's contributions.....

Not Applicable

ELEVENTH. The time (if any) at which or events (if any) upon the happening of which the limited partnership is to be dissolved and its affairs wound up.....

December 31, 2030, unless sooner terminated as provided in Article XIII of the Agreement.

TWELFTH. The right (if any) of the remaining general partners to continue the business on the happening of an event of withdrawal of a general partner.....

As provided in Article XII of the Agreement.

THIRTEENTH. Other matters as the partners have determined to include herein

(Use Schedule A if space below is not sufficient.)

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SECRETARY OF STATE
DEC 20 11 55 AM '89
#1 ML 30922

as of
In Testimony Whereof, We have hereunto set our hands and stated our residences this 20th
day of December A.D. 1989

Name

Residence
(NO. STREET, CITY OR TOWN, STATE.)

Eunice B. Potts Pole 190, Old Louisquisset Pike, Lincoln, RI
Eunice B. Potts, General Partner & Limited Partner

Robert C. Knowles 16 Fern Hill Road, Kennett Square, PA
Robert C. Knowles, Limited Partner

Alice A. Knowles Pole 190, Old Louisquisset Pike, Lincoln, RI
Alice A. Knowles, Limited Partner

EXECUTORS AND TRUSTEES UNDER THE WILL OF JESS(E) L. KNOWLES, Limited
Partner

BY: Eunice B. Potts Pole 190, Old Louisquisset Pike, Lincoln, RI
Eunice B. Potts, Executor & Trustee

BY: Robert C. Knowles BY: Donald H. Knowles DHK ✓
Robert C. Knowles, Executor & Trustee Donald H. Knowles, Executor &
Trustee

✓ Donald H. Knowles DHK (BOX 62, RR-2, Ozawkie, Kansas
Donald H. Knowles, Limited Partner