

#63612

CERTIFICATE OF LIMITED PARTNERSHIP

John J. Egan of Newport, Rhode Island, James F. Carlin of Natick, Massachusetts, Jack W. Roach of Newport, Rhode Island, and William P. Egan of Secane, Pennsylvania, being duly sworn, pursuant to the provisions of Section 7-13-3 of the General Laws of Rhode Island, 1956, hereby certify as follows:

1. That they have formed a Limited Partnership under the name of "Buckingham Group".

2. That the character of the business is real estate management and investment of all kinds.

3. That the location of the principal place of business of the Limited Partnership is at the Viking Hotel, Bellevue Avenue, Newport, Rhode Island.

4. That the name and place of residence of the General Partner is John J. Egan, Ocean Road, Newport, Rhode Island, and that the names and places of residence of the Limited Partners are James F. Carlin, 209 West Central Street, Natick, Massachusetts, Jack W. Roach, 21 Evergreen Avenue, Middletown, Rhode Island, and William P. Egan, 333 North Avenue, Copper Beech Apartments, Apartment 47 A, Secane, Pennsylvania.

5. That the term for which the Limited Partnership is to exist is from February 1, 1969, to January 31, 1999, except that the Partnership may be sooner terminated and dissolved in the event that the General Partner shall elect to terminate and dissolve the Partnership by written notice to the Limited Partners given no less than ninety (90) days prior to the date determined in such election for the termination and dissolution or in the event that the

General Partner shall die, retire, become insane or shall be declared insolvent by any Court of competent jurisdiction of the United States or of the State of Rhode Island.

6. (a) The amount of cash contributed by each Limited Partner is as follows:

James F. Carlin	- \$3,253.99
Jack W. Roach	- \$3,253.99
William P. Egan	- \$3,253.99

(b) Each of the Limited Partners has also contributed a one-eighth interest in real estate, the agreed value of each such interest being \$750.00.

(c) Each of the Limited Partners has also contributed a one-eighth interest in a certain Promissory Note, the agreed value of each such interest being \$23,437.50.

7. No Agreements have been made for additional contributions by any of the Limited Partners.

8. The contribution of each Limited Partner is to be returned only upon termination and dissolution of the Limited Partnership.

9. Each Limited Partner shall receive a one-eighth share of the profits of the Limited Partnership by reason of his contribution and shall receive no other compensation.

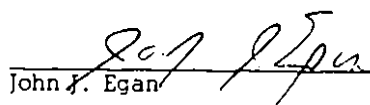
10. A Limited Partner may assign his interest in the Partnership but may not substitute his assignee as a successor Limited Partner under the terms of the Limited Partnership Agreement.

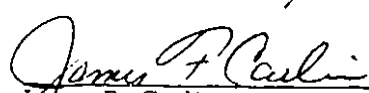
11. No right is given to the Partners to admit additional Limited Partners.

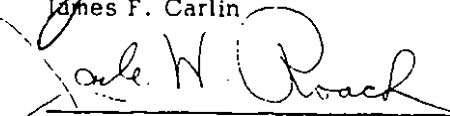
12. No priority is given to any of the Limited Partners over other Limited Partners as to contributions or as to compensation.

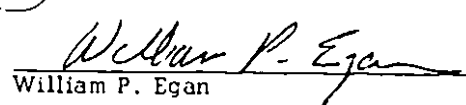
13. The death, retirement or insanity of the General Partner terminates and dissolves the Partnership.

14. No Limited Partner is given the right to demand and receive property other than cash in return for his contribution.

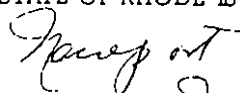

John J. Egan

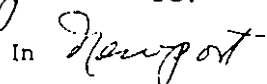

James F. Carlin


Jack W. Roach

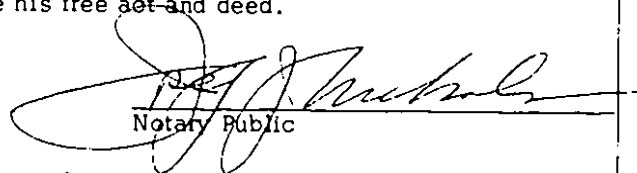

William P. Egan

STATE OF RHODE ISLAND

 SC.

In  on the 24th day of February, 1969.

before me personally appeared John J. Egan, to me known and known by me to be the party executing the foregoing instrument and he acknowledged said instrument by him signed to be his free act and deed.


Notary Public

STATE OF *Rhode Island*

SC.

In *Newport* on the *24th* day of *February*, 1969.

before me personally appeared James F. Carlin to me known and known by me to be the party executing the foregoing instrument and he acknowledged said instrument by him signed to be his free act and deed.

Melvin E. Niece
Notary Public

Commission Expires 6/30/71

STATE OF RHODE ISLAND

Newport SC.
In *Newport* on the *5th* day of *March*, 1969.

before me personally appeared Jack W. Roach, to me known and known by me to be the party executing the foregoing instrument and he acknowledged said instrument by him signed to be his free act and deed.

Joseph J. Nicholas
Notary Public

STATE OF *Penn*

SC.

In *Secane PA* on the *28* day of *February*, 1969.

before me personally appeared William P. Egan, to me known and known by me to be the party executing the foregoing instrument and he acknowledged said instrument by him signed to be his free act and deed.

Anthony L. Lerario
Notary Public

ANTHONY L. LERARIO
NOTARY PUBLIC
MY COMMISSION EXPIRES
OCTOBER 17, 1971

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Buckingham Group

John J. Egan
Jack W. Roach
James F. Carlin
William P. Egan

REC-OF 711 00000000
MAR 10 69
Certificate of Limited Partnership

MAR 10 1969

LAW OFFICES OF
ROBERTS AND MCMAHON
408 INDUSTRIAL BANK BUILDING
PROVIDENCE, RHODE ISLAND