

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

Know all Men by these Presents, That we, STATION STREET REALTY, INC. a Rhode Island Corporation, William W. Humphrey, Virginia L. Perry, James K.H. Chin, and Lita H. Hoyt

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 WINTERBERRY ASSOCIATES

SECOND. The character of the business conducted by the partnership shall be The development of that certain rough tract of land in Coventry designated and otherwise known as "EASTWOOD ESTATES SECTIONS 2 & 3" for the purpose of preparing said tract for sale by lots as a Town approved sub-division

THIRD. The principal place of business of the partnership shall be located at 116 Main Street, Coventry, Rhode Island 02816 (No Street, City or Town, State.)

FOURTH. General Partners Residence (No. Street, City of Town, State.) STATION STREET REALTY, INC., a Rhode Island Corporation in good standing with a principal place of business at 116 Main Street, Coventry, Rhode Island 02816, whose President and principal shareholder is George B. Dupont.

Limited Partners Residence (No. Street, City of Town, State.) William W. Humphrey 590 Main Rd., Tiverton, RI 02878 Virginia L. Perry Pole 2 Whitman Rd., Coventry, RI 02816 James K.H. Chin 17 Latham Farm Rd., Smithfield, RI 02917 Lita H. Hoyt 68 Chiswick Rd., Warwick, RI 02886

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 July 17, 1985 to July 17, 1989

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
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See Exhibit A attached hereto and,
by reference made a part hereof.

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
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N/A

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 as follows:

100 % by January 17, 1987, unless otherwise agreed to by the unanimous consent of the general partner and all the limited partners.

NINTH. Each limited partner shall, by reason of his contribution, receive from the net profits of the partnership his/her pro rata share which his/her original contribution bears to 200,000.00 i.e. 1/10th or 10%.

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: upon the unanimous consent of the general partner and all of the remaining limited partners.

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

TWELFTH. No limited partner, ~~or 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 N/A

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 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 17th day of July A.D. 19 85.

Name	Residence (No. Street, City or Town, State.)
STATION STREET REALTY, INC. By: <i>George B. Dupont, Pres.</i> George B. Dupont, Pres.	5 Westeria Dr., Coventry, RI 02816
<i>William W. Humphrey</i>	590 Main Rd., Tiverton, RI 02878
<i>Virginia L. Perry</i>	Pole 2 Whitman Rd., Coventry, RI 02816
<i>Lita H. Hoyt</i>	49 Whitman Rd Warwick RI 02886
<i>James K.H. Chin</i>	17 Latham Farm Rd Smithfield RI 02917

State of Rhode Island, } In the City } of Coventry
County of KENT } Town }

in said county, this 17th day of July, A.D. 19 85, then personally appeared before me George B. Dupont, President of STATION STREET REALTY, INC., William W. Humphrey, Virginia L. Perry, James K.H. Chin and Lita H. Hoyt

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. And George B. Dupont acknowledged said subscription to be his free act and deed, individually and as President of said corporation and the free act and deed of said corporation.

Charles T Knowles
Notary Public.
CHARLES T KNOWLES

William W. Humphrey	\$2,500	1/4 interest in undivided $\frac{1}{2}$ of "EASTWOOD ESTATES Section 2 & 3" w/value of \$17,500.
Virginia L. Perry	\$2,500	1/4 interest in undivided $\frac{1}{2}$ of "EASTWOOD ESTATES Section 2 & 3" w/value of \$17,500.
James K.H. Chin	\$2,500	1/4 interest in undivided $\frac{1}{2}$ of "EASTWOOD ESTATES Section 2 & 3" w/value of \$17,500.
Lita H. Hoyt	\$2,500	1/4 interest in undivided $\frac{1}{2}$ of "EASTWOOD ESTATES Section 2 & 3" w/value of \$17,500.

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LIMITED PARTNERSHIP

CERTIFICATE

OF

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JUL 22 1985 19

fm/ps

CP50 50.00
CHEK 50.00

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