

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

Know all Men by These Presents, That we, Malcolm Gear Designers, Inc.,
Patricia R. Appleton, J. Malcolm Gear, Bernard H. Wissing and
William C. Newkirk

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 Grear, Wissing Associates.

SECOND. The character of the business conducted by the partnership shall be
to provide graphic and architectural design services and to
develop and market products and systems generally relating to the
graphics design field.

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

FOURTH. General Partners Residence
(No. Street, City or Town, State.)

Malcolm Gear Designers, Inc. 391 Eddy Street, Providence, RI 02903

Limited Partners Residence
(No. Street, City or Town, State.)

J. Malcolm Gear 140 Bay State Road, Rehoboth, MA

Bernard H. Wissing 89 State Street, Bristol, RI

Patricia R. Appleton 162 Blossom Road, Westport, MA

William C. Newkirk 242 Morris Avenue, Providence, RI

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 of
the filing of this Certificate until dissolution as provided in
the Partnership Agreement but no longer than fifty years.

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
J. Malcolm Grear	\$50		
Bernard H. Wissing	\$26		
Patricia R. Appleton	\$ 7		
William C. Newkirk	\$ 7		

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
<i>None</i>			

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 his withdrawal from the partnership or upon dissolution of the partnership.

NINTH. Each limited partner shall, by reason of his contribution, receive a pro rata share of the partnership profits.

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:

Consent of the general partner and limited partners having two-thirds (2/3rds) of the limited partners percentage interests.

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

TWELFTH. *Not applicable* —, 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 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 *26th* day of *January* A. D. 19 *81*.

Name	Residence (No. Street, City or Town, State.)
<i>Malcolm Grear for</i>	
<i>Malcolm Grear Designers Inc.</i>	<i>391 Eddy St. Providence, R.I.</i>
<i>Bernard H. Wissing</i>	<i>89 State Str. Bristol R. I.</i>
<i>Patricia R. Appleton</i>	<i>162 Blossom Rd. Westport Mass.</i>
<i>William C. Newkirk</i>	<i>242 Morris Avenue, Providence, R.I.</i>
<i>Malcolm Grear</i>	<i>140 Bay State Rd. Rahokoth, Me.</i>

State of Rhode Island, }
County of *Providence* }

In the City } of *Providence*
Town }

in said county, this *26th* day of *January*, A. D. 19 *81*,
then personally appeared before me *J. Malcolm Grear, President of Malcolm Grear Designers, Inc., Bernard H. Wissing, Patricia R. Appleton, William C. Newkirk, and J. Malcolm Grear*

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 H. Reed III
Notary Public.

LIMITED PARTNERSHIP

**CERTIFICATE
OF**

GREAR, MISSING ASSOCIATES

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JAN 28 1931 19

for

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