

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

Know all Men by These Presents, That we, PICERNE INVESTMENT CORPORATION, a Rhode Island corporation, and WESTMINSTER PROPERTIES, INC., a Delaware corporation

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 HARTFORD AVENUE ASSOCIATES

SECOND. The character of the business conducted by the partnership shall be The real estate business together with all other business necessary or related thereto, including without being limited to, the ownership, financing, leasing, operation, management, development, improvement, sale and transfer of real property.

THIRD. The principal place of business of the partnership shall be located at Office: 1265 Reservoir Avenue, Cranston, Rhode Island  
(No. Street, City or Town, State.)

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

PICERNE INVESTMENT CORPORATION 1265 Reservoir Ave., Cranston, R. I.

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

WESTMINSTER PROPERTIES, INC. 111 Westminster St., Prov., R. I.

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 February 16, 1971 until dissolved in accordance with the 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
WESTMINSTER PROPERTIES, INC.	\$55,000.00		

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

NONE

EIGHTH. The contribution of each limited partner shall be returned only upon dissolution and termination of the limited partnership.


NINTH. Each limited partner shall, by reason of his contribution, receive the following percentage of the partnership profits and losses:  
WESTMINSTER PROPERTIES, INC. - 50%

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: No assignment of a partnership interest is permitted except the Limited Partner may assign its interest to its parent, subsidiary or affiliate, and the General Partner may assign its interest to its parent or subsidiary, if permitted by law.

ELEVENTH. The partners shall not have the right to admit additional limited partners.

TWELFTH. ~~Any limited partner shall have the right in priority over the other limited partners as to common income and the right to share in the profits of income and the right of such priority shall be~~

THIRTEENTH. ~~Upon the death, retirement or insanity of a general partner the remaining general 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 12th day of February, A. D. 19 71 .

Name	Residence (No. Street, City or Town, State.)
PICERNE INVESTMENT CORPORATION	
By <i>[Signature]</i> President	1265 Reservoir Avenue, Cranston, R. I.
WESTMINSTER PROPERTIES, INC.	
By <i>[Signature]</i> Vice President	111 Westminster St., Prov., R. I.

State of Rhode Island, }  
County of Providence } In the City of Providence  
Town }  
in said county, this 12th day of February, A. D. 1971 ,  
then personally appeared before me  
the of said PICERNE INVESTMENT CORPORATION, and  
the  
of said WESTMINSTER PROPERTIES, INC.

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.

*[Signature]*  
Notary Public.

**LIMITED PARTNERSHIP**

**CERTIFICATE  
OF**

**HARTFORD AVENUE ASSOCIATES**

**SIC OF  
F8 16-71 STATE 026 00\*\*\*10.00**

**FILED IN THE OFFICE OF THE  
SECRETARY OF STATE**