



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$100.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Limited Partnership
Certificate of Limited Partnership**

(Section 7-13-8 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited partnership shall be: WBR Opportunity Fund, LP

ARTICLE II

The address of the specified office in this state where the records of the limited partnership shall be kept is:

No. and Street: 2 STAFFORD COURT
City or Town: CRANSTON State: RI Zip: 02920 Country: USA

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the limited partnership is:

No. and Street: 148 WEST RIVER STREET
SUITE 1E
City or Town: PROVIDENCE State: RI Zip: 02904

The name of its initial registered agent at such address is MCLAUGHLINQUINN LLC

ARTICLE IV

The name and business address of each general partner is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PARTNER	WBR GP , INC.	2 STAFFORD COURT CRANSTON, RI 02920 USA

ARTICLE V

The mailing address for the limited partnership is:

No. and Street: 2 STAFFORD COURT
City or Town: CRANSTON State: RI Zip: 02920 Country: USA

ARTICLE VI

Any other matters the partners determine to include herein:

THE LIMITED PARTNERSHIP IS FORMED FOR THE PURPOSE OF INVESTING IN
QUALIFIED OPPORTUNITY ZONE PROPERTY (OTHER THAN ANOTHER QUALIFIED

OPPORTUNITY FUND), AS SUCH TERMS ARE DEFINED IN 26 U.S.C. SEC. 1400Z-1 AND 1400Z-2 OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, AND THE REGULATIONS PROMULGATED THEREUNDER.

Signed this 14 Day of February, 2019 at 9:34:22 AM by the general partner(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the partnership, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-13.*

By

WBR GP , INC.

Signature(s) of all general partners named herein

Form No. 300
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

February 14, 2019 09:32 AM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

