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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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STATE SECRETARY OF STATE
NOV 11 11 45 AM '03

LIMITED PARTNERSHIP

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
(To Be Filed In Duplicate Original)

The undersigned, desiring to amend the Certificate of Limited Partnership under and by virtue of the power conferred by Section 7-13-9 of the General Laws, 1956, as amended, hereby execute the following Certificate of Amendment to the Certificate of Limited Partnership:

1. The name of the limited partnership is:

Murry Realty L.P.

2. The date of filing of the Certificate of Limited Partnership is 6/29/88

3. The Certificate of Limited Partnership (as previously amended on 12/18/89; 4/18/90; 6/30/91; 3/11/92)
(List dates of prior amendment(s), if applicable. If none, so state.)

is amended as follows:

[Insert amendment]

Due to the death of the General Partner, Maurice Miller, on August 25, 2002,
Louise Miller-Mason is elected as General Partner.

Attached hereto and made a part hereof is a copy of an Agreement dated
November 12, 2002 by all of the Limited Partners.

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STATE SECRETARY OF STATE

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By EMC

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MURRY REALTY L.P.
ELECTION OF GENERAL PARTNER

THIS AGREEMENT entered into this 12th day of November, 2002, by and between all of the undersigned, who constitute all of the Limited Partners of Murry Realty L.P.

WHEREAS, Maurice Miller died on August 25, 2002, and at the time of his death was the General Partner of Murry Realty L.P., and

WHEREAS, upon the death of said Maurice Miller, the undersigned became the owners as tenants-in-common of all limited partnership interests of said Maurice Miller; and upon said death of Maurice Miller, became the owners as tenants-in-common of all limited partnership interests of a Trust created by Sylvia Miller who died on August 19, 1995.

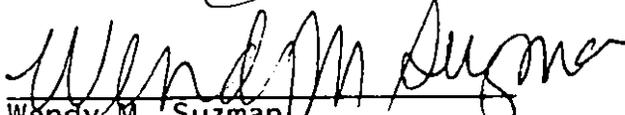
NOW, THEREFORE, it is agreed by the unanimous vote of all the Limited Partners as follows:

1. The business of said Limited Partnership shall continue;
2. The Agreement dated December 18, 1989, as amended, shall remain in full force and effect and all provisions therein shall be restated herein by reference to said Agreement;
3. Louise Miller Mason is elected as a General Partner subject to the provisions of said Agreement, as amended.

IN WITNESS WHEREOF, the undersigned hereunto set their hands and seals the day and year first above referenced.


Louise Miller-Mason


Susan H. Zide


Wendy M. Suzman