

✓ 1353

FIRST AMENDMENT
TO THE
INDIA POINT ASSOCIATES, L.P. AGREEMENT AND
CERTIFICATE OF LIMITED PARTNERSHIP

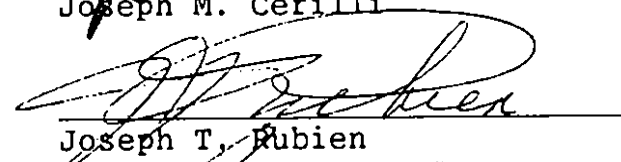
In accordance with Section 16.4 of the India Point Associates L.P. Agreement and Certificate of Limited Partnership (the "Limited Partnership Agreement"), Schedule A to the Limited Partnership Agreement is deleted and the Schedule A attached hereto is substituted therefor to reflect the assignment of limited partnership interests and the admission of substitute limited partners.

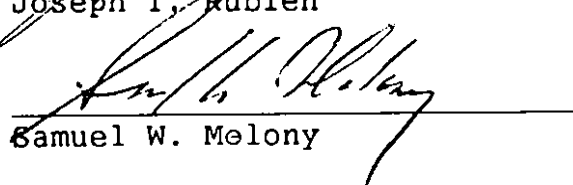
The undersigned Substitute Limited Partners agree to be bound by the provisions of the Limited Partnership Agreement to the same extent as any other limited partner of the partnership.

WITNESS the execution under seal as of the 17th day of
September, 1987.

GENERAL PARTNERS


Joseph M. Cerilli


Joseph T. Rubien


Samuel W. Melony

11/05/87 PAID

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CHEK
0025A001
50.00

NOV 02 1987
NR

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence in said County on the th 17 day of ~~June~~ ^{September}, 1987,
before me personally appeared JOSEPH M. CERILLI, the General
Partner of India Point Associates, L.P., to me known and known
by me to be the person executing the foregoing instrument, and
he acknowledged said instrument, by him executed, to be his
free act and deed.


Notary Public

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence in said County on the th 17 day of ~~June~~ ^{September}, 1987,
before me personally appeared JOSEPH T. RUBIEN, the General
Partner of India Point Associates, L.P., to me known and known
by me to be the person executing the foregoing instrument, and
he acknowledged said instrument, by him executed, to be his
free act and deed.


Notary Public

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence in said County on the th 17 day of ~~June~~ ^{September}, 1987,
before me personally appeared SAMUEL W. MOLONY, the General
Partner of India Point Associates, L.P., to me known and known
by me to be the person executing the foregoing instrument, and
he acknowledged said instrument, by him executed, to be his
free act and deed.


Notary Public

My Commission Expires June 30, 1991

SCHEDULE A

INDIA POINT ASSOCIATES

<u>General Partners</u>	<u>Capital Contribution</u>	<u>Percentage</u>
Joseph M. Cerilli 152 Grotto Avenue Providence, RI 02906	\$1.00	1.0
Joseph T. Rubien 1 Faunce Drive Providence, RI 02906	.50	.5
Samuel W. Molony 189 Fletcher Road North Kingstown, RI 02852	.50	.5
<u>Limited Partners</u>		
Joseph M. Cerilli 152 Grotto Avenue Providence, RI 02906	49.00	49
Samuel W. Molony 189 Fletcher Road North Kingstown, RI 02852	12.25	12.25
Laura Molony 189 Fletcher Road North Kingstown, RI 02852	12.25	12.25
Joseph T. Rubien 1 Faunce Drive Providence, RI 02906	6.13	6.125
Richard T. Rubien 11 Morrison Street Providence, RI 02906	3.06	3.0625
Kathleen Rubien 11 Morrison Street Providence, RI 02906	3.06	3.0625
Michael J. Healy Box 377 146 Upland Drive Barrington, RI 02806	3.06	3.0625
Victoria L. Healy Box 377 146 Upland Drive Barrington, RI 02806	3.06	3.0625
Thomas W. Garbutt 75 Walnut Drive East Greenwich, RI 02818	3.06	3.0625
Susan J. Garbutt 75 Walnut Drive East Greenwich, RI 02818	3.06	3.0625

SUBSTITUTE LIMITED PARTNER

Richard T. Rubien
Richard T. Rubien

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 17 day of Sept., 1987, personally appeared Richard T. Rubien, to me known and known by me to be the party executing the foregoing instrument, and he acknowledged his execution of said instrument to be his free act and deed.

Helena Seimikowicz
Notary Public

My Commission Expires June 30, 1995

SUBSTITUTE LIMITED PARTNER

Kathleen Rubien
Kathleen Rubien

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 17 day of *Sept*, 1987, personally appeared Kathleen Rubien, to me known and known by me to be the party executing the foregoing instrument, and she acknowledged her execution of said instrument to be her free act and deed.

Helena Sennikowicz
Notary Public

My Commission Expires June 30, 1991

SUBSTITUTE LIMITED PARTNER

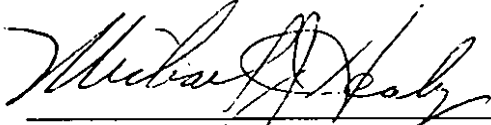
Victoria L. Healy
Victoria L. Healy

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 21 day of August, 1987, personally appeared
Victoria L. Healy, to me known and known by me to be the party
executing the foregoing instrument, and she acknowledged her
execution of said instrument to be her free act and deed.


Larena A. Gargano
Notary Public

SUBSTITUTE LIMITED PARTNER

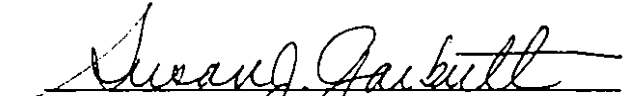

Michael J. Healy

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 21 day of August, 1987, personally appeared Michael J. Healy, to me known and known by me to be the party executing the foregoing instrument, and he acknowledged his execution of said instrument to be his free act and deed.

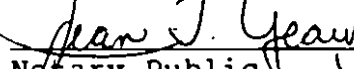
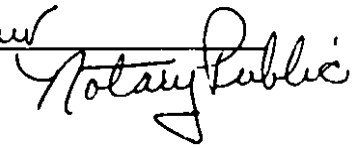

Notary Public

SUBSTITUTE LIMITED PARTNER


Susan J. Garbutt

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 14th day of September, 1987, personally appeared Susan J. Garbutt, to me known and known by me to be the party executing the foregoing instrument, and she acknowledged her execution of said instrument to be her free act and deed.


~~Notary Public~~ 
Jean T. Yeaw

SUBSTITUTE LIMITED PARTNER

Thomas W. Garbutt
Thomas W. Garbutt

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On the 14th day of September, 1987, personally appeared Thomas W. Garbutt, to me known and known by me to be the party executing the foregoing instrument, and he acknowledged his execution of said instrument to be his free act and deed.

Jean T. Yeaw
Notary Public
JEAN T. YEAW Notary Public