

Filing Fee: \$50.00

57928

State of Rhode Island and Providence Plantations

CERTIFICATE OF LIMITED PARTNERSHIP

Be it Known to All by these Presents, That we, the undersigned, 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 execute the following Certificate of Limited Partnership:

FIRST. The name of the partnership shall be

METACOMET OFFICE PARK, L.P.

SECOND. The character of the business conducted by the partnership shall be

Deleted by P.L. 1987, Ch. 440, § 1

7-13-8 (2) R.I.G.L., as amended

THIRD. The address of the specified office of the partnership is 90 Westminster Street,

Providence, Rhode Island 02903

(NO. STREET, CITY OR TOWN IN RHODE ISLAND)

and the name of the specified agent for service of process at such address is

~~Metacomet Park, Inc.~~

Richard P. Baccari

FOURTH. The names and residences of all members of the partnership, both general and limited, are as respectively designated. (Use Schedule A if space below is not sufficient.)

General Partners

Residence

(NO. STREET, CITY OR TOWN, STATE)

Metacomet Park, Inc.

1481 Wampanoag Trail, East Providence, RI 02915

*Richard P. Baccari*

Limited Partners

Residence

(NO. STREET, CITY OR TOWN, STATE)

The Downing Corporation

90 Westminster Street, Providence, RI 02903

World Office Condominiums, Inc.

1481 Wampanoag Trail, East Providence, RI 02915

Name of Partner	Cash	Property other than Cash	Value
Deleted by P.L. 1987, Ch. 440 § 1, 7-13-8 (5) R.I.G.L. as amended			

Name of Partner	Cash	Property other than Cash	Value
<del>Deleted by P.L. 1987, Ch. 440 § 1, 7-13-8 (5) R.I.G.L., as amended</del>			

~~Deleted by P.L. 1987, Ch. 440 § 1, 7-13-8 (6) R.I.G.L., as amended~~

Deleted by P.L. 1987, Ch. 440 § 1, 7-13-8 (7) R.I.G.L., as amended

EIGHTH. If agreed upon, the time at which or the events on the happening of which a partner may terminate his/her/its membership in the limited partnership and the amount of, or the method of determining the distribution to which a partner may be entitled respecting his/her/its partnership interest, and the terms and conditions of the termination and distribution.....

Deleted by P.L., Ch. 440 § 1 7-13-8 (8) R.I.G.L., as amended.....

NINTH. The right (if any) of a partner to receive distributions of property, including cash from the limited partnership.....

Deleted by P.L., Ch. 440 § 1 7-13-8 (9) R.I.G.L., as amended.....

TENTH. The right (if any) of a partner to receive, or of a general partner to make, distributions to a partner which include a return of all or any part of the partner's contributions.....

Deleted by P.L., Ch. 440 § 1 7-13-8 (10) R.I.G.L., as amended.....

ELEVENTH. The time (if any) at which or events (if any) upon the happening of which the limited partnership is to be dissolved and its affairs wound up.....

Deleted by P.L., Ch. 440 § 1 7-13-8 (11) R.I.G.L., as amended.....

TWELFTH. The right (if any) of the remaining general partners to continue the business on the happening of an event of withdrawal of a general partner.....

Deleted by P.L., Ch. 440 § 1 7-13-8 (12) R.I.G.L., as amended.....

THIRTEENTH. Other matters as the partners have determined to include herein

(Use Schedule A if space below is not sufficient.)

See Schedule A attached hereto and made a part hereof.

In Testimony Whereof, We have hereunto set our hands and stated our residences this 11<sup>th</sup>  
day of October A.D. 19 89.

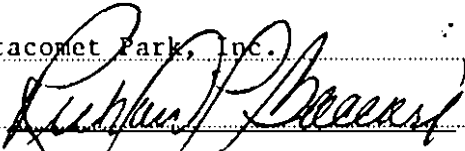
Name

Residence  
(NO. STREET, CITY OR TOWN, STATE)

Metacomet Park, Inc.

1481 Wampanoag Trail, East Providence, RI 02915

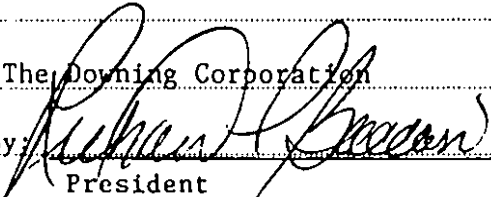
By:

  
President

The Downing Corporation

90 Westminster Street, Providence, RI 02903

By:

  
President

World Office Condominiums, Inc.

1481 Wampanoag Trail, East Providence, RI 02915

By:

  
President

RECEIVED  
SECTION 2710  
OCT 18 1989

OCT 18 2 31 PM '89

27658  
Res'd & Prod OCT 18 1989

27658

SCHEDULE A

FOURTEENTH. The latest date upon which the limited partnership is to dissolve shall be December 31, 2064.

FIFTEENTH. The aggregate capital contributions of the limited partner are as follows:

<u>LIMITED PARTNER</u>	<u>CAPITAL CONTRIBUTED</u>	<u>PERCENTAGE INTEREST</u>
The Downing Corporation	\$49.00	49%
World Office Condominiums, Inc.	\$49.00	49%