

Filing Fee: \$100.00

ID Number: 135035



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED PARTNERSHIP

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
OCT 8 8 35 AM '03

The undersigned, desiring to form a limited partnership under and by virtue of the powers conferred by Section 7-3-8 of the General Laws, 1956, as amended, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:

Windansea Enterprises ,L.P.

(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

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

53 High Street, P.O. Drawer 504, Westerly, RI 02891

3. The name and address of the specified agent for service of process is Richard C. Panciera

(Name of Agent)

53 High Street

Westerly

RI 02891

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

4. The name and business address of each general partner is:

General Partner

Business Address

Wilshire Management Associates,

LLC

53 High Street , P.O. Drawer 504, Westerly, RI 02891

5. The mailing address for the limited partnership is 53 High Street, P.O. Drawer 504,

(Street Address)

Westerly

RI

02891

(City/Town)

(State)

(Zip Code)

FILED

OCT-08-2003

By Kmc

C8210

6. Any other matters the partners determine to include herein:

(If additional space is required, please list on separate attachment.)

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: OCT 06 2003

WILSHIRE MANAGEMENT ASSOCIATES, LLC

By Richard J. Conner, Sale member

By _____

By _____

By _____

Signature(s) of all general partners named herein