

Filing Fee: \$50.00



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND
02903-1335

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP

Be it Known to All by these Presents, That we, the undersigned, of Newport House
Associates, L.P.

desiring to amend the Certificate of said partnership, under and by virtue of the power conferred by
Chapter 7-13-9 of the General Laws of Rhode Island hereby execute the following Certificate of
Amendment to its Certificate of Limited Partnership.

FIRST. The name of the Limited Partnership is Newport House Associates
L.P.

SECOND. The date of the filing of the Certificate of Limited Partnership is
December 15, 1994.

THIRD. The Certificate of Limited Partnership (as amended on
) ,

(List all dates of amendment or omit if not applicable)

is amended as follows:

(Insert amendment)

FIRST. The name of the partnership shall be
Newport Associates, L.P.

THIRD. The name and business address of each
general partner:

JAS NEWPORT CORPORATION

101 Dyer Street
Providence, RI 02903

FILED

DEC 30 1994

ENCLOSURE 35-134575

RECEIVED
OFFICE OF THE
STATE
DEC 30 4 23 PM '94

SIXTH. Schedule A to the Agreement and Certificate of Limited Partnership dated December 15, 1994 is hereby amended in its entirety to read as follows:

SCHEDULE A

<u>Partner</u>	<u>Percentage Interest</u>	<u>Capital Contribution</u>
General Partner JAS Newport Corporation	1.0 %	\$100
Limited Partner Jason Sisto	99%	\$100

In Testimony Whereof, We have hereunto set our hands and stated our residences this.....

..... 30 day of December A.D. 19 94 .

Signature (s) of at least one general partner and by each other general partner(s) designated as a new general partner (s).

..... JAS Newport Corporation
By: Bennie Sisto Pres.
..... Bennie Sisto
..... President
.....
.....
.....

State of Rhode Island

County of Providence

} Sc.

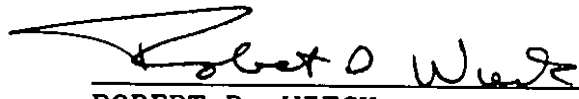
At Providence in said county on the 30th day of December 1994, before me personally appeared Bennie Sisto, who being by me first duly sworn, declared that he/she is the President of JAS Newport Corporation, that he/she signed the foregoing document as such President of the corporation, and that the statements therein are true.

[Signature]
Notary Public

AFFIDAVIT

I, Robert D. Wieck, on oath depose and say that I resigned as President, Treasurer and Secretary of BSR Acquisitions, Inc., a Rhode Island corporation (the "Corporation") effective as of August 12, 1994 and that Bennie Sisto was duly elected President, Treasurer and Secretary of the Corporation by Written Consent of
-- the Sole Stockholder dated August 12, 1994.

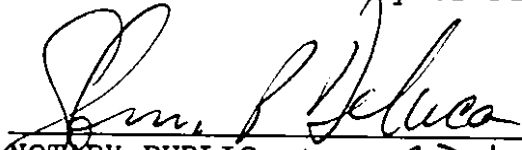
Executed the 3rd day of January, 1995.



ROBERT D. WIECK

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

Subscribed and sworn to before me this 3rd day of January, 1995.



NOTARY PUBLIC Steven P DeLuca
My Commission Expires 6/23/95