



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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CORPORATIONS DIV
2019 DEC 31 PM 12:34

Certificate of Amendment
DOMESTIC Limited Partnership

→ Filing Fee: \$50.00

The undersigned, desiring to amend the Certificate of Limited Partnership under and by virtue of the power conferred by RIGL 7-13-9, hereby executes the following Certificate of Amendment to the Certificate of Limited Partnership:

1. Entity ID Number: 158000	2. The name of the partnership is: The Meadow View Group
3. If the entity's name is changing, state the new name: <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
4. The date of filing of the Certificate of Limited Partnership is: January 6, 1981	
5. If the specified office address is changing complete the following section: <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
6. If the mailing address is changing complete the following section: <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
7. If there is a change in the general partners complete the following section: <i>*List ALL general partners as of this amendment</i>	
NAME	ADDRESS
Ferland Corporation	558 Smithfield Ave., Pawtucket, RI 02860
Check the box to indicate an attachment <input type="checkbox"/> <div style="text-align: right;">Check the box to indicate no change <input type="checkbox"/></div>	

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

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BY VHL PS85c
12:34

8. If adding or amending additional provisions, complete the following section:

The Agreement and Certificate of Limited Partnership of The Meadow View Group is amended as shown in the attached Sixth Amendment to Agreement and Certificate of Limited Partnership of The Meadow View Group.

Check the box to indicate an attachment ☒

Check the box to indicate no change ☐

9. As required by RIGL 7-13-69, the partnership has paid all fees and taxes.

10. This Certificate of Amendment is signed by at least one general partner and, if applicable, by each other general partner designated herein as a new general partner.

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

Type or Print Name of Limited Partnership

The Meadow View Group

Signature of General Partner

Ferland Corporation

Date

December 31, 2019

By:



Signature of General Partner

John K. Cooper
President

Date

Signature of General Partner

Date

Signature of General Partner

Date

Signature of General Partner

Date

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**SIXTH AMENDMENT TO AGREEMENT AND
CERTIFICATE OF LIMITED PARTNERSHIP OF
THE MEADOW VIEW GROUP**

THIS SIXTH AMENDMENT to the Agreement and Certificate of Limited Partnership of The Meadow View Group (the "Partnership"), originally filed with the Secretary of State of Rhode Island on January 6, 1981 and thereafter amended and restated in accordance with the terms and conditions thereof (the "Certificate"), is entered into by the undersigned as of the 31st day of December, 2019.

WHEREAS, the Partnership was established by Limited Partnership Agreement dated December 22, 1981, as amended and restated (collectively, the "Agreement"); and

WHEREAS, Armand A. Ferland, Trustee, as Trustee of the Armand A. Ferland Trust - 2016 (the "Trust") owns a 0.025% General Partner interest in the Partnership (the "Redeemed Interest"), and desires to have the Partnership redeem such Interest in exchange for the issuance by the Partnership to the Trust of a 0.025% Limited Partner interest (the "Issued Interest") in the Partnership; and

WHEREAS, the Partners desire to further amend the Agreement in accordance with its terms to reflect the above-described redemption and issuance.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the General Partner, the Partners and the Partnership agree as follows:

1. The Partnership shall redeem the Redeemed Interest from the Trust and issue the Issued Interest to the Trust all in accordance with that separate Issuance and Redemption Agreement between the Trust, the Partnership, and the general partners of the Partnership of even date herewith (the "Issuance and Redemption Agreement"), and the Trust hereby withdraws as a General Partner of the Partnership.
2. The Trust shall accept such issuance of the Issued Interest, and shall assume all of the duties and obligations of a Limited Partner under the Agreement, all in accordance with the terms of the Issuance and Redemption Agreement.
3. In accordance with the terms of the Agreement, the General Partner of the Partnership hereby consents to the redemption of the Redeemed Interest and the issuance of the Issued Interest to the Trust, and agrees to the admittance of the Trust as a Limited Partner in the Partnership.
4. Exhibit A to the Agreement is hereby deleted in its entirety, and the Exhibit A attached hereto is hereby incorporated into the Agreement in lieu thereof.
5. In the event of any inconsistencies between the Agreement and this Amendment, the terms of this Amendment shall control. Each reference to the Agreement herein and in the Agreement shall be deemed to refer to the Agreement as amended by this

Amendment. Except as expressly amended hereby, the Agreement and the respective terms and provisions thereof shall remain in full force and effect.

6. Pursuant to the provisions of the Agreement of the Partnership, the General Partner, the Trust and the Limited Partners of the Partnership have executed this Fifth Amendment and thereby effected the amendments to the Agreement set forth herein.
7. Except as expressly amended hereby, the Certificate and the Agreement of the Partnership remains in full force and effect, and are hereby ratified and affirmed by the Partners.
8. This Amendment may be executed in counterparts, each of which, when executed, shall be deemed an original instrument, but all of which taken together shall constitute one and the same agreement.
9. Capitalized terms not otherwise defined herein shall have the respective meanings ascribed to such terms in the Agreement.
10. This Amendment shall be governed by and construed in accordance with the internal laws of the State of Rhode Island.

[SIGNATURES APPEAR ON NEXT PAGES]

IN WITNESS WHEREOF, the Partnership, the General Partner, the Trust and the Limited Partners have executed this Amendment as of the day and date first set forth above.

PARTNERSHIP:

THE MEADOW VIEW GROUP

Ferland Corporation,
General Partner

By: John K. Cooper
John K. Cooper, President

TRUST:

ARMAND A. FERLAND, TRUSTEE, AS
TRUSTEE OF THE ARMAND A. FERLAND
TRUST - 2016

By: Armand A. Ferland
Armand A. Ferland, Trustee
By: Lorraine E. Romano
Attorney in Fact

GENERAL PARTNER:

FERLAND CORPORATION

By: John K. Cooper
John K. Cooper, President

[Signatures Continue on the Next Page]

LIMITED PARTNER S.:

FERLAND CORPORATION, a Rhode Island
corporation

By: John K. Cooper
John K. Cooper, President

ARMAND A. FERLAND, TRUSTEE, AS
TRUSTEE OF THE ARMAND A. FERLAND
TRUST - 2016

By: Armand A. Ferland
Armand A. Ferland, Trustee
By: Lorraine E. Romano
Attorney in Fact



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

December 31, 2019 12:34 PM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

