

Filing Fee: \$100.00



81649

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND
02903-1335

FOREIGN LIMITED PARTNERSHIP
APPLICATION FOR
CERTIFICATE OF REGISTRATION
OF

FILED

OCT 14 1994

BY *[Signature]* #9
130481

Chelsea Partners Limited Partnership

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-13-49 of the General Laws, 1956, as amended, the undersigned foreign limited partnership hereby applies for a Certificate of Registration to transact business in the State of Rhode Island and for that purpose submits the following statement:

FIRST: The name of the limited partnership including without abbreviation the words limited partnership is
Chelsea Partners Limited Partnership
and, if different, the name which it proposes to register and transact business in the State of Rhode Island is

(If not applicable, so state)

SECOND: It is organized under the laws of Delaware
and the date of its formation is July 14, 1994

THIRD: The general character of the business it proposes to transact in Rhode Island is:
Sale and distribution of petroleum products

FOURTH: The Rhode Island address of its proposed agent for service of process on the foreign limited partnership is 123 Dyer Street, Providence, R. I. 02903

and the name of the agent resident in Rhode Island at that address is C T CORPORATION
SYSTEM

Dated Oct 6, 19 94

Chelsea Partners Limited Partnership
(Exact name of Limited Partnership making application)

By: Chelsea Partners Management
Company, Inc.

By Alice J. Kuhne
General Partner (S)
Alice J. Kuhne, Treasurer

State of Massachusetts

County of Suffolk

} Sc.

At 90 Everett Ave Chelsea, Ma in said county on this 16th
day of October, 19 94, personally appeared before me
Alice J. Kuhne
who, being by me first duly sworn, declared that he/she is Treasurer of the Chelsea Partners
Management Company, Inc., that he/she signed the foregoing
document as a General Partner of the limited partnership, and that the statements therein contained are true.

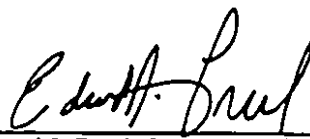
Mary Jane O'Hill
Notary Public

July 11, 1997

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "CHELSEA PARTNERS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JULY, A.D. 1994, AT 4:30 O'CLOCK P.M.





Edward J. Freel, Secretary of State

2418367 8100

944191475

AUTHENTICATION:

DATE:

7264221

10-10-94