

85250



Filing Fee: \$100.00

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**

J. H. B. 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
..... J. H. B. LIMITED PARTNERSHIP
and, if different, the name which it proposes to register and transact business in the State of Rhode Island is
..... not applicable
(If not applicable, so state)

SECOND: It is organized under the laws of Massachusetts
and the date of its formation is December 28 , 19 94

THIRD: The general character of the business it proposes to transact in Rhode Island is:
..... To own, invest and manage real estate, stocks, bonds and
..... other investment assets

FOURTH: The Rhode Island address of its proposed agent for service of process on the foreign limited partnership is 123 Dyer Street, Providence, RI 02903
and the name of the agent resident in Rhode Island at that address is
..... Cary J. Coen

FIFTH: The foreign limited partnership hereby agrees that if the foreign limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the State of Rhode Island as its agent for service of process.

SIXTH: The address of the office required to be maintained in the state of organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is
c/o J. M. O'Brien, CPAS
1350 Main Street
Springfield, MA 01103

SEVENTH: The name and business address of each general partner (s):

General Partner (s)	Address (es)
John H. Breck, Jr.,	Ocean Reef Club, Unit 49A Key Largo, Florida 33037
Barbara N. Breck	Ocean Reef Club, Unit 49A Key Largo, Florida 33037

EIGHTH: The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions
c/o J. M. O'Brien, CPAS
1350 Main Street
Springfield, MA 01103

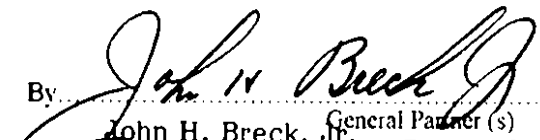
NINTH: A mailing address for the foreign limited partnership c/o J. M. O'Brien, CPAS
1350 Main Street
Springfield, MA 01103

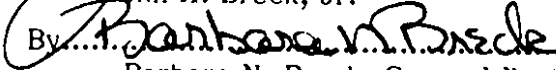
TENTH: A statement of the aggregate capital contributions of the limited partner (s)
The limited partners have contributed \$392,000.00

ELEVENTH: Such additional information as may be necessary or appropriate in order to enable the Secretary of State to determine whether such foreign limited partnership is entitled to a certificate of authority to transact business in this state and to determine and assess the fees payable as in this chapter prescribed.

Dated June 12, 19 95 .

J. H. B. LIMITED PARTNERSHIP
(Exact name of Limited Partnership making application)

By  General Partner (s)
John H. Breck, Jr.

By  Barbara N. Breck, General Partner

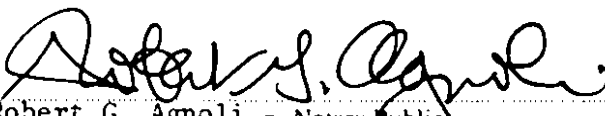
COMMONWEALTH OF MASSACHUSETTS

~~Sexton~~

} Sc.

County of Hampden

At Springfield in said county on this 12th day of June, 19 95, personally appeared before me John H. Breck, Jr. and Barbara N. Breck who, being by me first duly sworn, declared that they are the J. H. B. LIMITED PARTNERSHIP General Partners of the J. H. B. LIMITED PARTNERSHIP, that they signed the foregoing document as a General Partner of the limited partnership, and that the statements therein contained are true.


Robert G. Agnoli - Notary Public
My Commission Expires: January 3, 1997

RECEIVED
SECRETARY OF STATE
COMMUNICATIONS SECTION

JUL 18 12 41 PM '95

FILED

JUL 18 1995

BY JS #55
145663

CERTIFICATE OF FORMATION
OF J.H.B. LIMITED PARTNERSHIP

FILED
DEC 26 1994
SEC. TREAS. OF STATE
CORPORATION DIVISION

Dated: December 20, 1994

The undersigned, desiring to form a limited partnership, under the Massachusetts General Laws, Chapter 109, Section 8, hereby execute this Certificate for that purpose and pursuant to said General Laws:

1. The Name of the Partnership.

J.H.B. LIMITED PARTNERSHIP

2. The Character of the Business.

To own, invest, and manage real estate, stocks, bonds and other investment assets.

3. The Agent for Service of Process and Address.

Office: c/o J.M. O'Brien CPA
1350 Main Street
Springfield, MA 01103

Name and
Residence of Agent: John M. O'Brien, III
139 Bennett Road
Hampden, MA 01036

4. The Name and Business Address of Each General Partner. ~~General Partner~~
~~Partner~~ ~~being~~ ~~respective~~ ~~persons~~ ~~and~~ ~~their~~ ~~addresses~~

JR.
JOHN H. BRECK/and BARBARA N. BRECK both of
Ocean Reef Club, Unit 49A, Key Largo, FL 33037

5. The Term for Which the Partnership is to Exist.

From the date the filing is approved to anniversary date in the year 2044, unless terminated prior thereto as provided in the Agreement of Limited Partnership.

6. The Power of a Limited Partner to Grant the Right to Become a Limited Partner to an Assignee.

Limited Partners may assign any or all of his interest in the Partnership only with the consent of the General Partner and under the conditions imposed by the Agreement of Limited Partnership.

7. The Partnership May be Terminated and Dissolved Only in Accordance With the Terms of the Agreement of Limited Partnership.

General Partner:

John H. Breck, Jr.
JOHN H. BRECK, JR.

Barbara N. Breck
BARBARA N. BRECK

Limited Partner:

John H. Breck, Jr.
JOHN H. BRECK, JR.

Barbara N. Breck
BARBARA N. BRECK

Commonwealth of Massachusetts

Hampden, ss.

December 20, 1994

Then personally appeared before me the above-named General and
ited Partner, JOHN H. BRECK, JR. being duly sworn, acknowledged that he has
executed the foregoing Certificate of Limited Partnership and that
the statement set therein set forth are true.

Jane G. Martel
Jane G. Martel - Notary Public

My commission expires: February 21, 1997

Commonwealth of Massachusetts

Hampden, ss.

December 20, 1994

Then personally appeared before me the above-named ^{General and} Limited Partner, BARBARA N. BRECK, being duly sworn, acknowledged that she has executed the foregoing Certificate of Limited Partnership and that the statement set therein set forth are true.

Jane G. Martel

Jane G. Martel - Notary Public

My commission expires: February 21, 1997

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12131

485857

\$200.00

Richard Joseph Cully

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE *12/28/94*

FORMATION

J.H.B. LIMITED PARTNERSHIP

Name of Limited Partnership

Formation — ~~Amendment~~ Mass. General Laws, Chapter 109

Filed in the Office of the Secretary of State December 28, 1994