

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1:1-22.1)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. #

91557

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

Granite APR Development Corp.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Granite APR Development Corp.

SECOND: The name which it elects to use in Rhode Island is

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is June 14, 1990 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is The Corporation Trust Company, Corporation Trust

1209 Orange St. Wilmington, DE 19801

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

C T CORPORATION SYSTEM

Signature

Jonathan R. Giddings
Assistant Secretary

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

OWN AND OPERATE REAL ESTATE

Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

FILED

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EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
DR. LEON A. REICH	Director	1061 East 19th Street, Brooklyn, N.Y. 11230-4501
RUBIN SCHRON	Director	1800 E. 9th Street, Brooklyn, N.Y. 11223
PETER HOFFMAN	Director	70-35 Vleigh Place, Flushing, N.Y. 11367

DR. LEON A. REICH	President	1061 East 19th Street, Brooklyn, N.Y. 11230-4501
RUBIN SCHRON	Vice President	1800 E. 9th Street, Brooklyn, N.Y. 11223
DR. ROSALIE REICH	Secretary	73 Post road, Danbury, CT 06810
PETER HOFFMAN	Treasurer	70-35 Vleigh Place, Flushing, N.Y. 11367

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
200	Common	(No series)	No par value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common	(No series)	No par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 3,000,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$1,800,000.00

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$750,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 450,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 30, 1996

Granite APR Development Corp.
[Exact Corporate Name of Corporation Making Application]

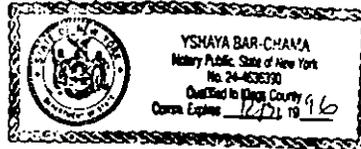
By Leon A. Reich, pres
Dr. Leon A. Reich
Its President
and Rosalie Reich
Dr. Rosalie Reich
Its Secretary

STATE OF NEW YORK }
COUNTY OF KINGS } SC.

At BROOKLYN in said County on the 30 day
of AUGUST 1996, before me personally appeared
Dr. Leon A. Reich, who being by me first duly sworn, declared that
he is the President of Granite APR Development Corp.
that he signed the foregoing document as such Authorized Officer of the
corporation, and that the statements therein contained are true.

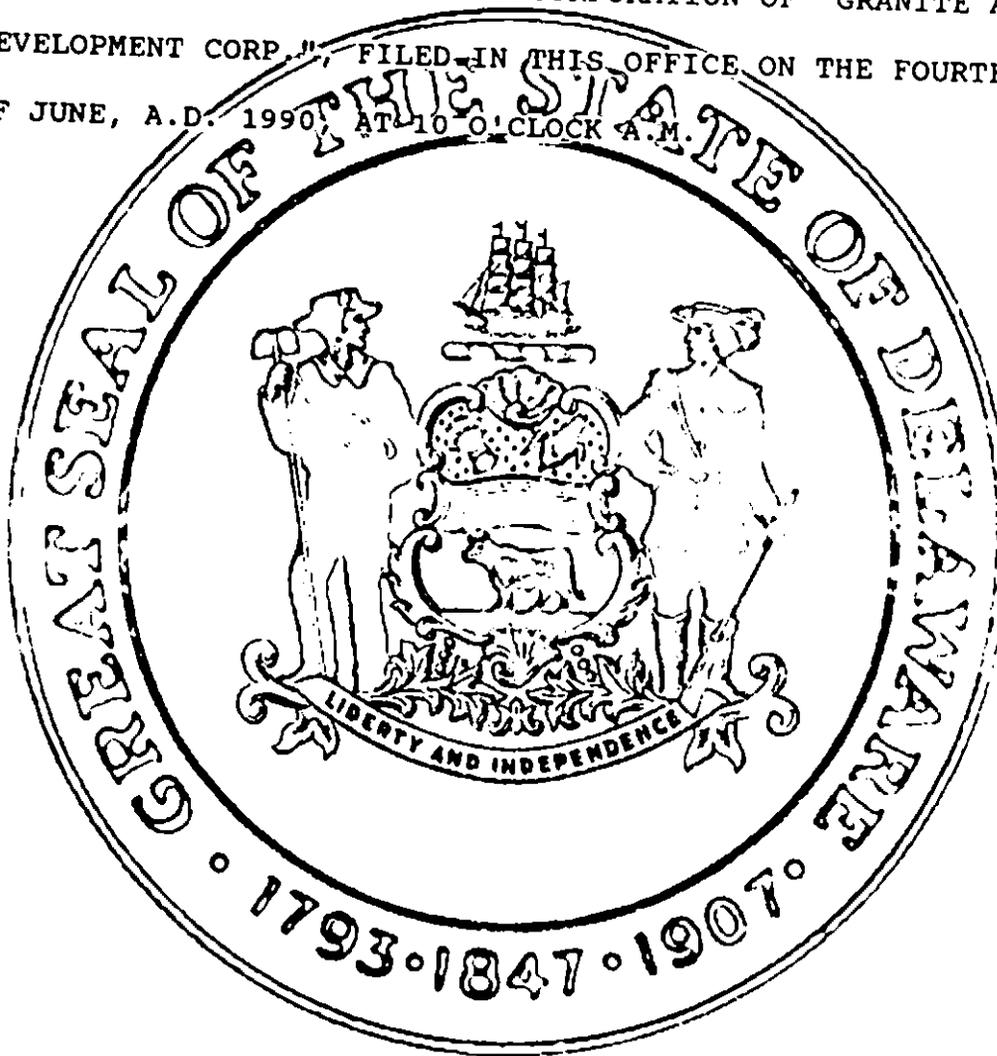
[Signature]
Notary Public

(NOTARIAL SEAL)



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 INCORPORATION OF "GRANITE APR DEVELOPMENT CORP.," FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JUNE, A.D. 1990 AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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