

Original  
✓  
1366

SCOJEN LIMITED PARTNERSHIP

FIRST AMENDMENT TO AGREEMENT AND CERTIFICATE  
OF LIMITED PARTNERSHIP

This Amendment is made as of the 1st day of January, 1988,  
by and among HENRY J. KEIGWIN and BEVERLY F. KEIGWIN of  
Warwick, Rhode Island (the "General Partners") and WESLEY S.  
KEIGWIN and JENNIFER F. KEIGWIN of Warwick, Rhode Island (the  
"Limited Partners").

WITNESSETH:

WHEREAS, pursuant to Agreement and Certificate of Limited  
Partnership dated June 16, 1987, and filed with the Rhode  
Island Secretary of State on June 18, 1987 (the "Agreement and  
Certificate") the General Partners and the Limited Partners  
agreed to form a limited partnership under the laws of the  
State of Rhode Island; and

WHEREAS, the parties desire to amend the Agreement and Cer-  
tificate in certain respects.

NOW, THEREFORE, in consideration of the premises and other  
valuable consideration, the receipt of which is hereby acknow-  
ledged, the parties hereby agree as follows:

1. Section 4 of the Agreement and Certificate is amended by  
adding the following to such Section 4 before the period at the  
end of the sentence contained in such Section 4:

"and to otherwise acquire, lease, own, develop, man-  
age, mortgage, hold, sell and deal in real estate of  
all kinds."

05/05/88 PAID

CP50 50.00  
CHECK 50.00  
90284001


MAY 03 1988  
WR

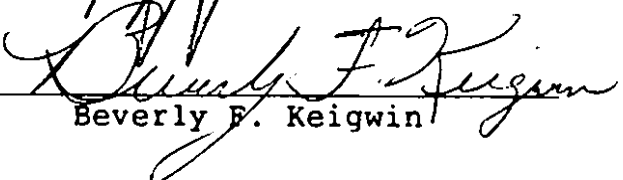
2. Except as amended hereby, the Agreement and Certificate remains in full force and effect and is hereby ratified and confirmed.

3. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original.

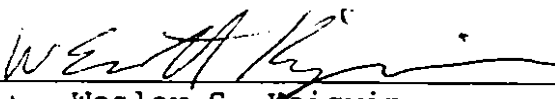
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

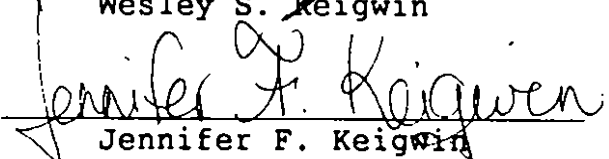
GENERAL PARTNERS:

  
Henry J. Keigwin

  
Beverly F. Keigwin

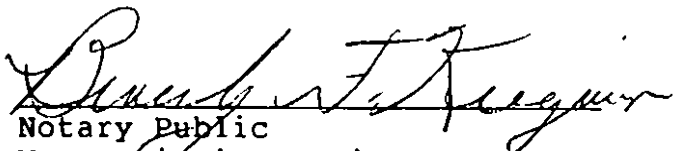
LIMITED PARTNERS:

  
Wesley S. Keigwin

  
Jennifer F. Keigwin

STATE OF RHODE ISLAND  
COUNTY OF Providence

On this 28 day of April, 1988, at Smithfield, personally appeared Henry J. Keigwin to me known and known to me to be the party executing the foregoing instrument and acknowledged the execution of said instrument to be his free act and deed.

  
Notary Public  
My commission expires: June 30, 1991

BEVERLY F. KEIGWIN

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

On this 2nd day of MAY, 1988, at PROVIDENCE,  
personally appeared Beverly F. Keigwin, to me known and known  
to me to be the party executing the foregoing instrument and  
acknowledged the execution of said instrument to be her free  
act and deed.

Charles F. Rogers Jr.

Notary Public  
My commission expires: June 30,  
1991  
CHARLES F. ROGERS JR.

STATE OF Rhode Island  
COUNTY OF Providence

On this 29 day of April, 1988, at Smithfield,  
personally appeared Wesly S. Keigwin, me known and known to me  
to be the party executing the foregoing instrument and  
acknowledged the execution of said instrument to be his free  
act and deed.

Beverly F. Keigwin  
Notary Public  
My commission expires: June 30, 1991  
BEVERLY F. KEIGWIN

STATE OF RHODE ISLAND  
COUNTY OF Providence

On this 29 day of April, 1988, at Smithfield,  
personally appeared Jennifer F. Keigwin, to me known and known  
to me to be the party executing the foregoing instrument and  
acknowledged the execution of said instrument to be her free  
act and deed.

Beverly F. Keigwin  
Notary Public  
My commission expires: June 30, 1991  
BEVERLY F. KEIGWIN