

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF
COVE PROPERTIES OF WICKFORD, L.P.

KNOW ALL PERSONS BY THESE PRESENTS that, pursuant to the provisions of Section 7-13-9 of Rhode Island General Laws, 1956 (1985 Reenactment), as amended, (the "R.I.G.L.") the undersigned, as the general partner of Cove Properties of Wickford, L.P., a Rhode Island limited partnership (the "Partnership"), desires to amend and restate the Certificate of Limited Partnership of the Partnership which was filed on December 23, 1991 (the "Certificate") with the Secretary of State of Rhode Island pursuant to Section 7-13-8 of the R.I.G.L.

The undersigned, as the general partner of the Partnership, hereby amends and restates the Certificate in its entirety to read as follows:

- I. The name of the Partnership is:

Cove Properties of Wickford, L.P.
- II. The address of the office required to be maintained in the State of Rhode Island by Section 7-13-4 is:

7 Newport Avenue
North Kingstown, Rhode Island 02852
- III. The name and address of the agent for service of process required to be maintained by Section 7-13-4 is:

James P. Redding, Esq.
15 Westminster Street
Providence, RI 02903
- IV. The name and business address of the general partner of the Partnership is:

Cove Properties of Wickford, Inc.
7 Newport Avenue
North Kingstown, RI 02852
- V. The mailing address of the Partnership is:

7 Newport Avenue
North Kingstown, RI 02852

VI. The latest date upon which the Partnership is to be dissolved shall be:

December 31, 2041

IN WITNESS WHEREOF, the undersigned has caused this Amended and Restated Certificate of Limited Partnership to be executed this 13th day of April 1992.

COVE PROPERTIES OF WICKFORD, L.P.
By Cove Properties of Wickford, Inc.,
its General Partner

By: Robert C. Jaktson
Title: President

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DEPARTMENT OF STATE
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PROVIDENCE, R. I.