

Filing Fee: \$100.00

ID Number: 116159



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP

(To Be Filed In Duplicate Original)

The undersigned, desiring to form a limited partnership under and by virtue of the powers conferred by Section 7-13-8 of the General Laws, 1956, as amended, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:

FOX REAL ESTATE HOLDING, L.P. *AL*

(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

2. The address of the specified office in this state where the records of the limited partnership shall be kept is:

245 Woodruff Avenue, Wakefield, RI 02879

3. The name and address of the specified agent for service of process is Lucy L.E. Fox

(Name of Agent)

245 Woodruff Avenue

Wakefield, RI

02879

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

4. The name and business address of each general partner is:

General Partner

Business Address

James R. Fox

245 Woodruff Avenue, Wakefield, RI 02879

Lucy L.E. Fox

245 Woodruff Avenue, Wakefield, RI 02879

5. The mailing address for the limited partnership is 245 Woodruff Avenue

(Street Address)

Wakefield

RI

02879

(City/Town)

(State)

(Zip Code)

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By CEB

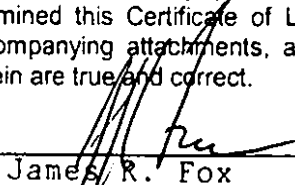
6. Any other matters the partners determine to include herein:

The Limited Partnership will be governed by the Limited Partnership Agreement of
January 26, 2001, as may be amended.

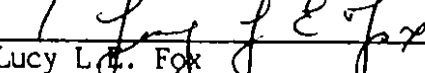
(If additional space is required, please list on separate attachment.)

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: January 26, 2001

By 
James R. Fox

By _____

By 
Lucy L. Fox

By _____

By _____

Signature(s) of all general partners named herein