

Filing Fee: \$100.00

ID Number: 122360



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

APPLICATION FOR CERTIFICATE OF REGISTRATION

(To Be Filed In Duplicate Original)

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:

- The name of the limited partnership is Trinity Newport Limited Partnership (The name must contain the words "limited partnership" or the letters and punctuation "L.P.")
and, if different, the name which it proposes to register and transact business in the state of Rhode Island is:

- The limited partnership is organized under the laws of Massachusetts
and the date of its formation is December 5, 2001
- The general character of the business it proposes to transact in Rhode Island is:
To engage in investment in, and ownership and development of, real estate and interests therein, including buying, acquiring, owning, operating, selling, financing, refinancing, disposing of an otherwise dealing with interests in real estate, directly or indirectly through joint ventures, partnerships or other entities.
- The name and address of the agent for service of process is C T CORPORATION SYSTEM

10 Weybosset Street
(Street Address, not P.O. Box)

Providence
(City/Town)

RI 02903
(Zip Code)

(Name of Agent)
- 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limited partnership fails to appoint an agent for service of process or, if appointed, the agent's authority has been revoked or if the agent cannot be found or served with the exercise of reasonable diligence, the foreign limited partnership appoints the Secretary of State of the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.
- The address of the office required to be maintain in the state of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited partnership is:
c/o Trinity Financial Inc., 27 School Street, Suite 500, Boston, MA 02108

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By bmf
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7. The name and business address of each general partner is:

<u>General Partner</u>	<u>Business Address</u>
Trinity Newport, Inc.	27 School Street, Suite 500, Boston, MA 02108

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contributions, together with an undertaking by the foreign limited partnership to keep those records until the foreign limited partnership's registration in this state is cancelled or withdrawn is:

c/o Trinity Financial Inc., 27 School Street, Suite 500, Boston, MA 02108

9. A mailing address for the foreign limited partnership is c/o Trinity Financial Inc., 27 School Street, Boston, Massachusetts 02108

10. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.

Date: December 6, 2001

TRINITY NEWPORT LIMITED PARTNERSHIP

Print Exact Name of Limited Partnership Making Application

Trinity Newport, Inc.

By

Patrick A. T. Lee
General Partner

STATE OF Massachusetts
COUNTY OF Suffolk

In Boston, on this 6th day of DECEMBER, 2001, personally appeared before me Patrick A. T. Lee who, being by me first duly sworn, declared that he/~~she~~ is a general partner of PRESIDENT of the General Partner, that he/~~she~~ signed the foregoing document as a general partner of the limited partnership, and that the statements herein contained are true.

Notary Public

My Commission Expires:

MY COMMISSION EXPIRES APRIL 12, 2002

Check #: 1729

772305

William Francis Galvin

SAID LIMITED PARTNERSHIP FILING HAS BEEN APPROVED FOR FILING IN
THIS OFFICE PURSUANT TO MASSACHUSETTS GENERAL LAWS CHAPTER 109
ON THIS THE _____, 2001

STEPHEN NAPOLITANO
c/o HALE + DORR LLP
60 STATE ST
BOSTON, MA - 02109
617-526-6000

