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State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND
02903-1335

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP

Be it Known to All by these Presents, That we, the undersigned, of

desiring to amend the Certificate of said partnership, under and by virtue of the power conferred by
Chapter 7-13-9 of the General Laws of Rhode Island hereby execute the following Certificate of
Amendment to its Certificate of Limited Partnership.

FIRST. The name of the Limited Partnership is Dorrance (3) Associates, LP

SECOND. The date of the filing of the Certificate of Limited Partnership is

October 7, 19 94 .

THIRD. The Certificate of Limited Partnership (as amended on

(List all dates of amendment or omit if not applicable)

is amended as follows:

(Insert amendment)

See attached: First Amendment to Agreement and Certificate
of Limited Partnership

FILED

MAY 30 1997

By [Signature] 185485

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STATE OF RHODE ISLAND
SECRETARY OF STATE
PROVIDENCE, RHODE ISLAND

DORRANCE (3) ASSOCIATES, L.P.

FIRST AMENDMENT TO AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP

This FIRST AMENDMENT TO AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP is made as of December 30, 1995, by and among STEFANIA CORP., (formerly OSA Acquisitions, Inc.), the General Partner, the holder of a 1.0% interest in the partnership and BENNIE SISTO, the Limited Partner, the holder of the remaining 99.0% interest in the partnership.

WITNESSETH THAT

WHEREAS, STEFANIA CORP. as General Partner and BENNIE SISTO as Limited Partner are the partners in that certain partnership known as DORRANCE (3) ASSOCIATES, LP, (hereinafter the "Partnership"), which partnership was formed under Agreement and Certificate of Limited Partnership dated October 6, 1994, (hereinafter the "Partnership Agreement"), and

WHEREAS, STEFANIA CORP. and BENNIE SISTO desire to amend the Partnership Agreement in order to permit BENNIE SISTO to transfer a portion of his Limited Partnership interest in the Partnership on the terms and conditions hereinafter set forth, and to make certain other changes.

NOW THEREFORE, in consideration of the foregoing and in further consideration of the mutual promises and covenants hereinafter contained, and other good and valuable consideration received; the parties hereto hereby agree as follows:

- a) BENNIE SISTO is hereby allowed to transfer 49% of his Limited Partnership interest in the Partnership to Stefania Realty Trust as Limited Partner, who shall be accepted as the Substitute Limited Partner.
- b) That in consideration for the transfer of the partnership interest, BENNIE SISTO shall be allowed to receive payment of the value of its partnership interest as described under ARTICLE VIII, of the agreement.

DORRANCE (3) ASSOCIATES, LP

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ACCORDINGLY, the Partnership Agreement is amended as set forth below:

1. The partners of the partnership and their respective interest in the Partnership is hereby amended as follows:

PARTNERS	PERCENTAGE INTEREST
General Partner:	
Stefania Corp.	1.0%
Limited Partners:	
Stefania Realty Trust	49.0%
Bennie Sisto	50.0%

2. Except as hereinabove set forth, the remainder of the Partnership Agreement dated October 6, 1994 be and is hereby ratified, confirmed and approved.

IN WITNESS WHEREOF, each of the undersigned has hereunto set his or her hand as of the date first above written, and Stefania Corp., Bennie Sisto and Stefania Realty Trust, hereby bind themselves to each other, and to the terms, conditions and provisions of the Partnership Agreement as hereby amended.

WITNESS:

STEFANIA CORP., General Partner
By its President, Filomena M. Sisto

Lisa Furland

Filomena M. Sisto, Pres.

BENNIE SISTO, Limited Partner

Lisa Furland

Bennie Sisto

STEFANIA REALTY TRUST, Limited Partner
By its Trustee, Filomena M. Sisto

Lisa Furland

Filomena M. Sisto,
Trustee