

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

Know all Men by These Presents, That we, Malloy Real Estate, Inc., a New York Business Corporation, and MARGARET JEWETT 1931 TRUST for the benefit of George F. Jewett, Jr.

desiring to form a limited partnership under and by virtue of the powers conferred by Chapter 7-13 of the General Laws of Rhode Island, do solemnly swear that:

FIRST. The name of the partnership shall be NOS LIMITED PARTNERSHIP

SECOND. The character of the business conducted by the partnership shall be to acquire and own certain land located in Newport, Rhode Island described as 379-385 Thames Street; to improve and develop said property with one or more buildings thereon; and to develop, invest in, improve, lease, maintain, operate and sell the property and improvements.

THIRD. The principal place of business of the partnership shall be located at 105 Corliss Street, Providence, Rhode Island 02904
(No. Street, City or Town, State.)

FOURTH. General Partners Business
~~XXXXXXXX~~
(No. Street, City or Town, State.)
Malloy Real Estate, Inc. 105 Corliss Street, Providence, RI 02904

Limited Partners Mailing
~~XXXXXXXX~~
(No. Street, City or Town, State.)
MARGARET JEWETT 1931 TRUST c/o John D. Hamilton, Jr., Esquire
for the benefit of George F. JEWETT & DORR
Jewett, Jr. 60 State Street
Boston, MA 02109

are the names and places of ^{business} ~~residence~~ of all members of the partnership, both general and limited, as respectively designated.

FIFTH. The term of existence of the partnership shall be from February 24, 1984, until December 31, 2083, unless sooner dissolved and wound up in accordance with the partnership agreement or the R.I. Limited Partnership Act.

SIXTH. The following items listed immediately below shall be the contribution of each limited partner.

Name of Limited Partner	Cash	Property other than Cash	Value
Margaret Jewett 1931 Trust	\$1,000.00	-	\$1,000.00

SEVENTH. The items listed immediately below shall be the additional contributions, agreed to be made by each limited partner.

Name of Limited Partner	Cash	Property other than Cash	Value
NONE			

and the times at which or the events on the happening of which said contributions shall be made shall be

NOT APPLICABLE

EIGHTH. The contribution of each limited partner shall be returned as set forth in Exhibit "A," attached hereto.

NINTH. Each limited partner shall, by reason of his contribution, receive as set forth in Exhibit "B," attached hereto

TENTH. Each or any limited partner shall have the right to substitute an assignee as contributor in his place, subject to the following terms and conditions:

as set forth in Exhibit "C," attached hereto.

ELEVENTH. The partners shall have the right to admit additional limited partners.

TWELFTH. _____, a limited partner, shall have the right to priority over the other limited partners as to contributions or as to compensation by way of income, and the nature of such priority shall be _____

NOT APPLICABLE

THIRTEENTH. Upon the death, retirement or insanity of a general partner, the remaining general partner or partners shall have the right to continue the business.

FOURTEENTH. Any limited partner shall NOT have the right to demand and receive property other than cash in return for his contribution.

In Testimony Whereof, We have hereunto set our hands and stated our residences this 24th day of February A. D. 1984

Name	Address Residence (No. Street, City or Town, State.)
Malloy Real Estate, Inc.	105 Corliss Street, Providence, RI 02904
By: <i>Peter C. Muttu</i> Peter C. Muttu, Vice-President	
Margaret Jewett 1931 Trust for the benefit of George F. Jewett, Jr.	c/o John D. Hamilton, Jr., Esquire HALE & DORR 60 State Street Boston, MA 02109
By: <i>George F. Jewett, Jr.</i> George F. Jewett, Jr., Trustee	

State of Rhode Island, }
County of NEWPORT } In the City of NEWPORT
Town }

in said county, this 24th day of February, A. D. 1984,

then personally appeared before me Peter C. Muttu, known by me to be the Vice-President of Malloy Real Estate, Inc., Corporate General Partner of NOS LIMITED PARTNERSHIP and George F. Jewett, Jr., Trustee of the MARGARET JEWETT 1931 TRUST for the benefit of George F. Jewett, Jr., the parties executing the foregoing instrument, and they acknowledged the said instrument by them subscribed to be their free act and deed individually as vice-president and trustee, respectfully and the free act and deed of the corporation and the trust as well.

~~XXXXXX AND MY KNOWING OF THE SAME KNOWN BY ME TO BE THE PARTIES EXECUTING THE FOREGOING INSTRUMENT, AND THEY ACKNOWLEDGED THE SAID INSTRUMENT BY THEM SUBSCRIBED TO BE THEIR FREE ACT AND DEED INDIVIDUALLY AS VICE-PRESIDENT AND TRUSTEE, RESPECTFULLY AND THE FREE ACT AND DEED OF THE CORPORATION AND THE TRUST AS WELL.~~

Richard N. Sayer
Richard N. Sayer
Notary Public
My Commission Expires
6/30/86

✓

LIMITED PARTNERSHIP

CERTIFICATE
OF

275 5000
8958E14 5000

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

FEB 24 1984 19

Ln/rd