

State of Rhode Island and Providence Plantations

CERTIFICATE

(LIMITED PARTNERSHIP)

54678

Know all Men by these Presents, That we,

FRANK P. MORSILLI, SANFORD FERN, CARL PETERSON, and  
DAVID F. SWEENEY

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

PENGUIN ASSOCIATES

SECOND. The character of the business conducted by the partnership shall be

Equipment leasing

THIRD. The principal place of business of the partnership shall be located at

10 Jefferson Boulevard - Warwick, Rhode Island 02888

(No. Street, City or Town, State.)

FOURTH.

General Partners

Residence

(No. Street, City or Town, State.)

Frank P. Morsilli - One Energy Way, West Warwick, Rhode Island

Limited Partners

Residence

(No. Street, City or Town, State.)

Sanford Fern	270 Elmwood Avenue - Providence, Rhode Island
Carl Peterson	70 Wood Avenue, So., CN 770, Iselin, New Jersey
David F. Sweeney	10 Jefferson Boulevard - Warwick, Rhode Island 02888

are the names and places of 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

December 1, 1983 through November 30, 1984, and continuing thereafter  
from year to year.

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
Sanford Fern	300.00		
Carl Peterson	300.00		
David F. Sweeney	300.00		

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
No limited partner has agreed to make additional contributions			

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


EIGHTH. The contribution of each limited partner shall be returned
pro-rata, upon dissolution of the partnership

NINTH. Each limited partner shall, by reason of his contribution, receive
15% of the profits or other income of the limited partnership

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:


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

TWELFTH. not applicable, 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

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 1st day of December A.D. 19 83.

Name	Residence (No. Street, City or Town, State.)
<i>Frank P. Morsilli</i> Frank P. Morsilli	One Energy Way - West Warwick, Rhode Island
<i>Sanford Fern</i> Sanford Fern	270 Elmwood Avenue - Providence, Rhode Island
<i>Carl Peterson</i> Carl Peterson	70 Wood Avenue, So., CN 770 - Iselin, New Jersey
<i>David F. Sweeney</i> David F. Sweeney	10 Jefferson Boulevard - Warwick, Rhode Island

State of Rhode Island,  
County of Kent

In the City of  
Town of Warwick

State of New Jersey  
County of Middlesex

City Iselin  
In the Iselin of New Jersey  
Town

in said county, this first day of December, 1983, then personally appeared before me CARL PETERSON, known to me and known by me to be the party executing the foregoing instrument, and he severally acknowledged said instrument by him subscribed to be his free act and deed.

NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires May 20, 1985

*Grace L. Webster*  
Notary Public

Notary Public

**LIMITED PARTNERSHIP**

2. 17. 1953

PENGUIN ASSOCIATES

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