

Filing Fee: \$50.00



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND  
02903-1335

02880

**CERTIFICATE OF AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP**

Be it Known to All by these Presents, That we, the undersigned, of GRANOFF FAMILY  
LIMITED PARTNERSHIP

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 GRANOFF FAMILY LIMITED  
PARTNERSHIP

SECOND. The date of the filing of the Certificate of Limited Partnership is December  
31, 19 96.

THIRD. The Certificate of Limited Partnership (as amended on \_\_\_\_\_  
N/A),

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

is amended as follows:

(Insert amendment)

GRANOFF ASSOCIATES, LLC, has withdrawn as a general partner of the  
partnership and GRANOFF HOLDINGS, LLC, as the sole remaining general  
partner, will continue the partnership business.

16 JUL 10 97 931  
BUREAU OF REVENUE  
03/11/97

**FILED**

FEB 26 1997

By CC#163  
180847

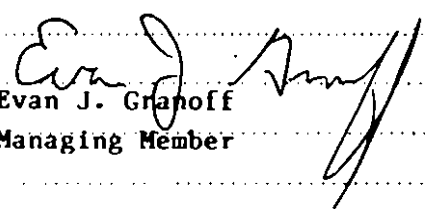
In Testimony Whereof, We have hereunto set our hands and stated our residences this first  
..... day of January ..... A.D. 19 97 .

Signature (s) of at least one general partner and by each other general partner(s) designated as a  
new general partner (s).

GRANOFF HOLDINGS, LLC

(a Rhode Island limited liability company)

By:

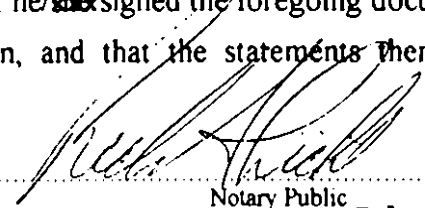
  
Evan J. Granoff  
Managing Member

State of Rhode Island

} Sc.

County of Providence

At Providence ..... in said county on the 18th day of February  
19 97 , before me personally appeared Evan J. Granoff ,  
who being by me first duly sworn, declared that he/~~she~~ is the Managing Member of  
GRANOFF HOLDINGS, LLC , that he/~~she~~ signed the foregoing document as such  
Managing Member of the corporation, and that the statements therein are true.

  
Notary Public

My commission expires: July 24, 1997