

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

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP

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

SECOND. The date of the filing of the Certificate of Limited Partnership is December
31, 1996.

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GRANOFF HOLDINGS, LLC, has withdrawn as a general partner of the partnership; and GRANOFF ASSOCIATES, LLC, as the sole remaining general partner, will continue the partnership business.

FEB 26 1997

NO. 111-101-000
EIN 15-10-111-000
02903-1335

FILED

FEB 26 1997

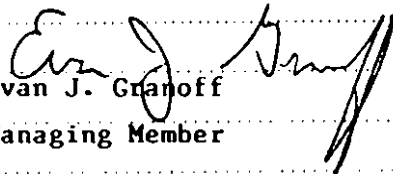
By 180847

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 ASSOCIATES, LLC
(a Rhode Island limited liability company)

By:


Evan J. Granoff
Managing Member

State of Rhode Island

County of Providence

} Sc.

At Providence insaid 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 ASSOCIATES, 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