

Filing Fee: \$100.00

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP

(To Be Filed In Duplicate Original)

JAN 12 3 39 PM '04
STATE OF RHODE ISLAND
CORPORATIONS DIVISION

The undersigned, desiring to form a limited partnership under and by virtue of the powers conferred by Section 7-13-8 of the General Laws, 1956, as amended, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:

Carvalho Investment Associates, LP

(The name must contain the words "limited partnership" or the letters and punctuation "L.P.")

2. The address of the specified office in this state where the records of the limited partnership shall be kept is:

321 South Main Street, Suite 301, Providence, RI 02903

3. The name and address of the specified agent for service of process is **Arthur J. Leonard, Esq.**

(Name of Agent)

321 South Main Street, Suite 301

Providence

RI 02903

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

4. The name and business address of each general partner is:

General Partner

Business Address

Barbara Carvalho

12 Parsons Avenue, East Providence, RI 02914

5. The mailing address for the limited partnership is **12 Parsons Avenue**

(Street Address)

East Providence

Rhode Island

02914

(City/Town)

(State)

(Zip Code)

FILED

JAN 12 2004

By 
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6. Any other matters the partners determine to include herein:

**Partnership interests may only be transferred in accordance with the provisions of the
Partnership Agreement.**

(If additional space is required, please list on separate attachment.)

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 1/3/04

By Barbara A. Corvelli

By _____

By _____

By _____

By _____

Signature(s) of all general partners named herein