

48293

AMENDED

AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP
OF
CROSS STREET ASSOCIATES

We, the undersigned, being all of the partners of CROSS STREET ASSOCIATES, and being desirous of amending the Agreement and Certificate of Limited Partnership of CROSS STREET ASSOCIATES, filed in the office of the Secretary of State of Rhode Island on June 20, 1977, pursuant to the Uniform Limited Partnership Act of the State of Rhode Island, (Chapter 13, Title 7 of the G. L. of R.I. 1956, as amended) being severally duly sworn do hereby depose and state as follows:

1. The Limited Partner, Charles N. Lawrence, has assigned 1% of his right and interest as a limited partner to RAPCO BUILDING COMPANY, a Rhode Island corporation having its principal office located at Box 169 RFD 3, Smithfield, Rhode Island 02917

2. The General Partners assent to such assignment.

3. Paragraph 6.1 of the Agreement and Certificate of Limited Partnership, hereinabove referred to, is amended to reflect such assignment as follows:

6.1 The percentage interests of the Partners shall be as follows:

<u>General Partners</u>	<u>Percentage Interest</u>
Charles N. Lawrence	1%
George A. Courtot	1%
<u>Limited Partners</u>	<u>Percentage Interest</u>
Charles N. Lawrence	97%
RAPCO BUILDING COMPANY	1%

4. Otherwise than as hereinabove amended, the Agreement and Certificate of Limited Partnership of CROSS STREET ASSOCIATES filed on June 20, 1977, shall remain in full force and effect.

IN TESTIMONY WHEREOF, we have set our hands and stated our residences this 9th day of November, 1977.

General Partners

By Charles N. Lawrence
Charles N. Lawrence

Farnum Pike, RFD 3,
Esmond, RI 02917

By George A. Courtot
George A. Courtot

Farnum Pike, RFD 3,
Esmond, RI 02917

Limited Partner

By Charles N. Lawrence
Charles N. Lawrence

Farnum Pike, RFD 3,
Esmond, RI 02917

Substituted Limited Partner

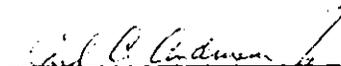
RAPCO BUILDING COMPANY

RFD 3, Box 169
Smithfield, RI

By Paul B. Surabian
Paul B. Surabian, President

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

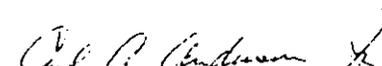
In Providence, in said county, on the 9th day of November, 1977, before me personally appeared Charles N. Lawrence, known to me and known by me to be a general partner and limited partner of CROSS STREET ASSOCIATES and to be the person executing the foregoing Amended Agreement and Certificate of Limited Partnership, and, first being duly sworn, made affidavit that the facts contained therein are true to the best of his knowledge and belief and he acknowledged said instrument by him executed to be his free act and deed.


Notary Public

My commission expires
June 30, 1981.

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, in said county, on the 9th day of November, 1977, before me personally appeared George A. Courtot, known to me and known by me to be a general partner of CROSS STREET ASSOCIATES and to be the person executing the foregoing Amended Agreement and Certificate of Limited Partnership, and, first being duly sworn, made affidavit that the facts contained therein are true to the best of his knowledge and belief and he acknowledged said instrument by him executed to be his free act and deed.


Notary Public

My commission expires
June 30, 1981.

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, in said county, on the 9th day of November, 1977, before me personally appeared Paul B. Surabian, known to me and known by me to be the President of RAPCO BUILDING COMPANY, a Rhode Island corporation, and to be the person executing the foregoing Amended Agreement and Certification of Limited Partnership, and, first being duly sworn, made affidavit that the facts contained therein are true to the best of his knowledge and belief and he acknowledged said instrument by him executed to be his free act and deed and the free act and deed of RAPCO BUILDING COMPANY.


Notary Public

My commission expires
June 30, 1981.

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