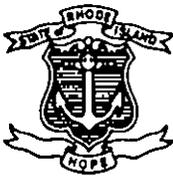


Filing Fee: \$20.00

To be filed annually during the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number ND-58157

Annual Report for the year 1999

- 1. The name of the corporation is Looking Upwards Apartments, Inc.
2. The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
3. The address of the registered office of the corporation in this state is IRONGATE II 438 EAST MAIN ROAD MIDDLETOWN, RI 02842 and the name of its registered agent in this state at that address is GLORIA M. PERRY
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Providing residential, vocational and education services to persons with developmental disabilities.
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is
6. Corporate address in Rhode Island Irongate II, 438 East Main Road, Middletown, RI 02842
7. Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

Table with 3 columns: NAME, OFFICE, ADDRESS. Lists directors and officers including Charles Silverman, Gail Holmes, Maureen Last, Hortense C. Silverman, Francis P. Mello, and John Milano.

Dated:

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



Looking Upwards Apartments, Inc.
Exact Name of Corporation

By Frank P Mello

Title Secretary
(Report must be signed by an officer)

FOR SECRETARY OF STATE USE ONLY
File Date: 7-1-99
Check No.: 100777
By: UP

Form No. NP-13
Revised 5/98