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ID Number: 147294



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

FILED

APR 12 2005

By KMC

C 63010

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-49 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:
Linear Retail Warwick #1 LLC *OK*
2. The name, if different, under which it proposes to register and transact business in Rhode Island is:
N/A
3. The limited liability company is organized under the laws of the Commonwealth of Massachusetts
4. The date of its organization is April 8, 2005
5. The period of duration of the limited liability company is (if perpetual, so state) Perpetual
6. The address of the limited liability company's resident agent in Rhode Island is:
222 Jefferson Boulevard, Suite 200 Warwick RI 02888
(Street Address, not P.O. Box) (City/Town) (Zip Code)
and the name of the resident agent at such address is Corporation Service Company
(Name of Agent)
7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.
8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:
c/o Linear Retail Properties, LLC, 5 Burlington Woods Drive, Burlington, MA 01803
9. The mailing address for the limited liability company is:
c/o Linear Retail Properties, LLC, 5 Burlington Woods Drive, Burlington, MA 01803

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CORPORATIONS DIVISION
STATE OF RHODE ISLAND

10. The limited liability company is to be managed by:

(Check one box only)

☐ its members or ☒ by one (1) or more managers

11. If the limited liability company has managers at the time of filing this application, please list the name and address of each manager:

<u>Manager</u>	<u>Address</u>
<u>Linear Retail Properties, LLC</u>	<u>c/o Linear Retail Properties, LLC, 5 Burlington Woods Drive,</u> <u>Burlington, MA 01803</u>
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12. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

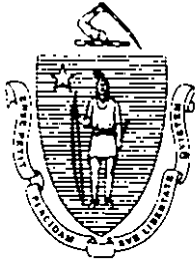
Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: April 8, 2005

Linear Retail Warwick #1 LLC

Print Exact Name of Limited Liability Company Making Application

By 
Signature of authorized person



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

April 8, 2005

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

LINEAR RETAIL WARWICK #1 LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C
on **April 8, 2005**.

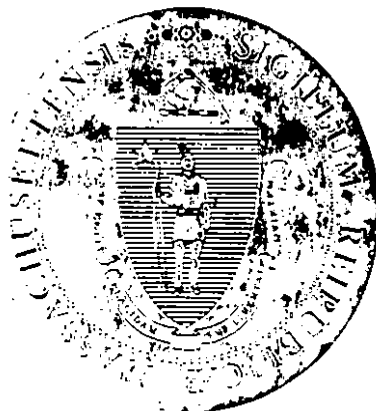
I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.



William Francis Galvin

Secretary of the Commonwealth