

AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
(RHODE ISLAND)

WHEREAS, Certificate of Limited Partnership was executed as of July 1, 1946, by all the partners of G. H. Walker & Co. in compliance with provisions of Paragraph 2, Chapter 429 of the General Laws of Rhode Island 1938, and subsequently amended; and,

WHEREAS, John D. Warren, named therein as a general partner has resigned from the partnership of G. H. Walker & Co. as a general partner, effective as of the year end, midnight, December 31, 1969, and is becoming a limited partner of G. H. Walker & Co., effective as of said time, making a contribution of \$60,000.00 to the firm's capital as a limited partner; and,

WHEREAS, James H. Bacon, Gerald R. Smith, Lawrence J. Travers, and Gayle P. Williams will become general partners of the partnership of G. H. Walker & Co., effective as of the year end, midnight, December 31, 1969; and,

WHEREAS, certain partnership interests are reallocated among present general partners of the firm,

NOW THEREFORE, in compliance with Paragraph 24, Chapter 429, General Laws of Rhode Island 1938 and pursuant to Paragraph 25 thereof, we, the undersigned, being all the partners of G. H. Walker & Co., a limited partnership, with the principal place of business in the State of Rhode Island, at 15 Westminster Street, Providence, Rhode Island, do hereby make, sign, and acknowledge this amendment to Certificate of Limited Partnership dated July 1, 1946, as amended, to reflect and record the changes incident to the resignation of John D. Warren as a general partner in the firm of G. H. Walker & Co. effective as of the year end, midnight, December 31, 1969, and is becoming a limited partner thereof as of said time and to reflect and record the changes incident to the addition of James H. Bacon, Gerald R. Smith, Lawrence J. Travers, and Gayle P. Williams as general partners in the firm of G. H. Walker & Co. effective as of the year end, midnight, December 31, 1969.

1. Paragraph IV of said Certificate of Limited Partnership dated July 1, 1946, as amended, is hereby further amended to read as follows:

"The name and place of residence of each partner, general and limited, as designated, is as follows:

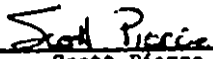
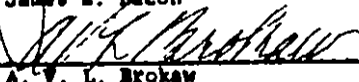
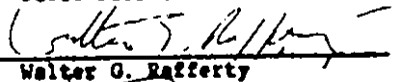
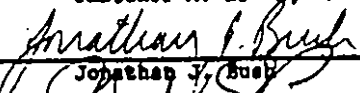
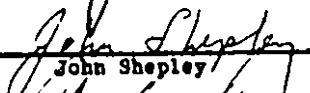
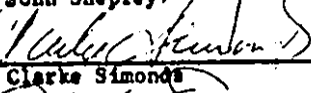
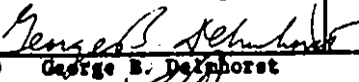
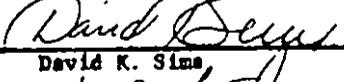
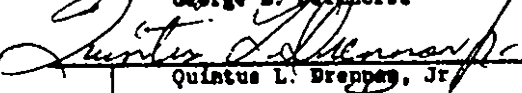
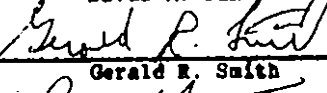
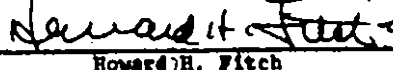
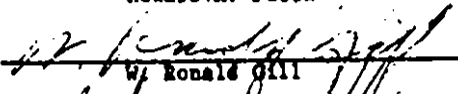
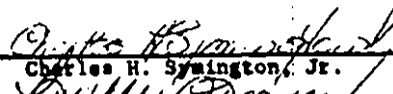
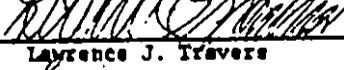
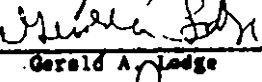
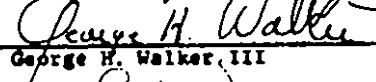
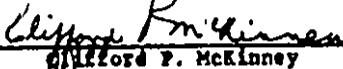
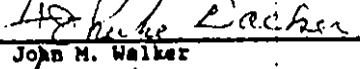
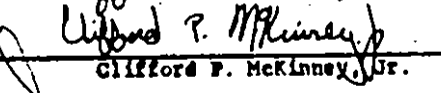
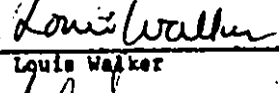
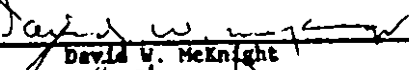
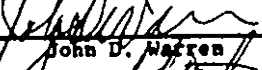
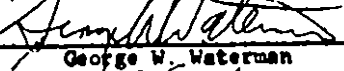
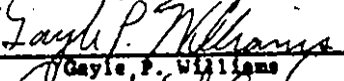
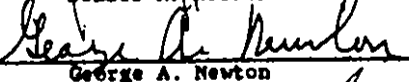
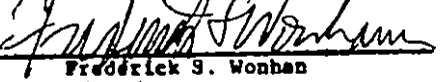
GENERAL PARTNERS

James E. Bacon	1112 Park Avenue	New York, N. Y.
Thatcher M. Brown, Jr.	42 Forest Avenue	Rye, New York
Jonathan J. Bush	152 East End Avenue	New York, N. Y.
Gordon E. Cadogan	780 Boylston Street	Boston, Mass.
George B. Deimhorst	15 Clark Street	Brooklyn, N. Y.
Quintus L. Drennan, Jr.	4 Godwin Lane	St. Louis, Mo.
Howard H. Fitch	625 West 51st Street	Kansas City, Mo.
W. Ronald Gill	25 Salisbury Road	Darien, Conn.
Charles F. Gunther	Dorrie Cottage, W. Island	Glen Cove, N. Y.
Roy W. Jordan	237 Linden Avenue	Clayton, Mo.
Gerald A. Lodge	371 Aigouquin Road	Franklin Lakes, N. J.
Clifford P. McKinney	91 Lake Forest	St. Louis, Mo.
Clifford P. McKinney, Jr.	8128 Pershing Avenue	Clayton, Mo.
David W. McKnight	172 Beacon Street	Boston, Mass.
Donald K. Miller	85 East End Avenue	New York, N. Y.
George A. Newton	6428 Cecil Avenue	Clayton, Mo.
Scott Pierce	30 Center Street	Rye, New York
Walter G. Rafferty	20 Northmoor Road	West Hartford, Conn.
Raven J. Rasmussen	60 Midwood Road	Glen Rock, N. J.
John Shepley	9450 Old Bonhomme Road	St. Louis, Mo.
Clarke Simonds	50 Benefit Street	Providence, R. I.
David K. Sims	1355 N. Sandberg Terrace	Chicago, Illinois
Gerald R. Smith	62 Timber Hill Road	Stamford, Conn.
Richard H. Smith	222 Loring Avenue	Felham, N. Y.
Charles H. Symington, Jr.	Tuxedo Park	New York
Lawrence J. Travers	River Road	Scarborough, N. Y.
George H. Walker, Jr.	Perkins Road	Greenwich, Conn.
George H. Walker III	1800 Lake Shore Drive	Chicago, Ill.
John M. Walker	125 Weaver Street	Greenwich, Conn.
Louis Walker	"Deerbrook"	Farmington, Conn.
George W. Waterman	375 Runswick Road	Barrington, R. I.
Gayle P. Williams	Schoolhouse Lane M. R. 17	Morristown, N. J.
Frederick S. Wenhams	1185 Park Avenue	New York, N. Y.
Leonard A. Yerkes III	38 Upton Avenue	Providence, R. I.

LIMITED PARTNERS

A. V. L. Brokaw	5363 Waterman Avenue	St. Louis, Mo.
Gilbert M. Hears	111 Beacon Avenue	Warwick, R. I.
John D. Warren	1000 Park Avenue	New York, N. Y.

IN WITNESS WHEREOF the parties hereto have hereunto set their respective hands as of the 15th day of December 1969 to become effective as of the year end, midnight, December 31, 1969.

 James E. Bacon	 Scott Pierce
 A. V. L. Brokaw	 Walter G. Rafferty
 Thatcher M. Brown, Jr.	 Raul J. Rasmussen
 Jonathan J. Bush	 John Shepley
 Gordon E. Cadogan	 Clarke Simonds
 George B. Deiphorst	 David K. Sims
 Quintus L. Drennon, Jr.	 Gerald R. Smith
 Howard H. Fitch	 Richard H. Smith
 W. Ronald Gill	 Charles H. Spangston, Jr.
 Charles F. Gunther	 Lawrence J. Travers
 Roy V. Jordan	 George H. Walker, Jr.
 Gerald A. Lodge	 George H. Walker, III
 Clifford P. McKinney	 John M. Walker
 Clifford P. McKinney, Jr.	 Louis Walker
 David U. McKnight	 John D. Warren
 Gilbert M. Mears	 George W. Waterman
 Donald K. Miller	 Gayle P. Williams
 George A. Newton	 Frederick S. Wonham
 Leonard A. Yerkes	

STATE OF MASSACHUSETTS

COMMONWEALTH OF MASSACHUSETTS

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On this 19 day of January, 1970, before me personally
came GORDON E. CADWON and DAVID W. MCNIGHT, to me known to be the persons
aged that

C 11. 1081-9-69-045333

The Commonwealth of Massachusetts

JOHN F. X. DAVOREN
Secretary of the Commonwealth

D 625

Boston,

January 19 1970

I hereby certify.

That at the date of the attestation hereto annexed

Winifred C. MacLeod

whose name is signed to the attached certificate of acknowledgment, proof or affidavit, was at
the time of taking such acknowledgment, proof or affidavit, a NOTARY PUBLIC for the said
Commonwealth duly commissioned and sworn; that to her acts and attestations as such,
full faith and credit are and ought to be given in and out of court; that as such Notary Public
she was by law authorized to take the same, to take depositions, to administer
oaths and take acknowledgments of deeds or conveyances of lands, tenements or hereditaments and
other instruments throughout the Commonwealth to be recorded according to law; that I have com-
pared her signature to the annexed attestation with the original on file in this office,
and verily believe it to be genuine. I further certify that the impressions of the seals of Notaries
Public are not required by law to be filed in this office.

In testimony of which, I have hereunto affixed the

Great Seal of the Commonwealth

the date above written.

John F. X. Davoren

JOHN F. X. DAVOREN
Secretary of the Commonwealth

STATE OF MASSACHUSETTS)
(ss
COMMONWEALTH OF MASSACHUSETTS)

On this 17 day of June, 1970, before me personally came GORDON E. CALDWELL and DAVID W. MCKNIGHT, to me known to be the persons described in and who executed the foregoing instrument and acknowledged that they executed the same.

[Signature]
Notary Public

My Commission expires 6-12-72

JUN 18 1970