

Filing Fee: \$100.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP

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 of Rhode Island, 1956, as amended, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:

Angus Davis Ocean State Opportunities Fund, L.P.

(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:

10 Brown Street, Providence, RI 02906

3. The name and address of the specified agent for service of process is Angus M. Davis

10 Brown Street Providence, RI 02906
(Street Address, not P.O. Box) (City/Town) (Zip Code)

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

Table with 2 columns: General Partner, Business Address. Row 1: Angus M. Davis, 10 Brown Street, Providence, RI 02906.

5. The mailing address for the limited partnership is 10 Brown Street

Providence RI 02906
(City/Town) (State) (Zip Code)

FILED

OCT 21 2009

By DB 11:48 10802

2009 OCT 21 AM 11:48

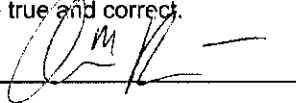
RECEIVED SECRETARY OF STATE CORPORATIONS DIV

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

(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: 20 October 2009

By 

By _____

By _____

By _____

By _____

Signature(s) of all general partners named herein



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

