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ID Number: 542028



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 AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP**

The undersigned, desiring to amend the Certificate of Limited Partnership under and by virtue of the power conferred by Section 7-13-9 of the General Laws of Rhode Island, 1956, as amended, hereby execute the following Certificate of Amendment to the Certificate of Limited Partnership:

- 1. The name of the limited partnership is:
Coventry Meadows, L.P.
- 2. The date of filing of the Certificate of Limited Partnership is June 16, 2010
- 3. The Certificate of Limited Partnership (as previously amended None)
(List dates of prior amendment(s), if applicable. If none, so state.)
is amended as follows:

[Insert amendment]

To allow the withdrawal of Coventry Meadows Development Corp. as the General Partner and the admission of Coventry Meadows Development Corp. II as the new General Partner.

The address for the new General Partner is 14 Manchester Circle, Coventry, Rhode Island 02816.

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4. This Certificate of Amendment is signed by at least one general partner and, if applicable, by each other general partner designated herein as a new general partner.

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Amendment to the Certificate of Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: October 19, 2010

Coventry Meadows, L.P.

Print Name of Limited Partnership

By Coventry Meadows Development Corp.

By *Harold Joffe*

Its:

By *PRESIDENT*

By Coventry Meadows Development Corp. II

By *Harold Joffe*

Its:

PRESIDENT



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

