CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP November 15, 2017 None (List dates of prior amendment(s), if applicable. If none, so state.) is amended as follows: [Insert amendment] Prospect III Development Company LLC hereby withdraws as the General Partner Prospect Redevelopment III GP LLC is hereby admitted as the new General Partner The address of Prospect Redevelopment III GP LLC Is: 6 Faneuil Hall Marketplace, Boston, MA 02109 FILED DEC 04 2017

RI SOS Filing Number: 201754552900 Date: 12/4/2017 4:25:00 PM

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

LIMITED PARTNERSHIP

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

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:

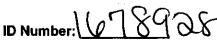
Prospect Redevelopment III Limited Partnership

2. The date of filing of the Certificate of Limited Partnership is

3. The Certificate of Limited Partnership (as previously amended

Article 4 of the Certificate of Limited Partnership is hereby amended as follows:

Form No. 301 Revised: 12/05



2017 DEC

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: <u>13-4-2017</u>

Prospect Redevelopment III Limited Partnership

Print Name of Limited Partnership

By Prospect Redevelopment III GP LLC, General Partner

By Prospect Redevelopment III MM LLC, Managing Member

By WDP Manager Corp., Manager

By Gilbert, J., Winn, President



State of Rhode Island and Providence Plantations **Department of State** | **Office of the Secretary of State Nellie M. Gorbea**, Secretary of State

I, NELLIE M. GORBEA, 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:

December 04, 2017 04:25 PM

Tulli U. Kole

Nellie M. Gorbea Secretary of State

