

Filing Fee: \$100.00

ID Number: 143806



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP
(To Be Filed In Duplicate Original)

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

1. The name of the limited partnership shall be:

J & P Properties, 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:

21 Garden City Drive, Cranston, Rhode Island 02920

3. The name and address of the specified agent for service of process is David H. Ferrara

(Name of Agent)

21 Garden City Drive

Cranston

RI 02920

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

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

General Partner

Business Address

MPG Realty, LLC

21 Garden City Drive, Cranston, RI 02920

5. The mailing address for the limited partnership is 21 Garden City Drive

(Street Address)

Cranston

RI

02920

(City/Town)

(State)

(Zip Code)

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

The partnership agreement shall be in writing.

(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: November 16, 2004

By MPG Realty, LLC

By *Tom Perrone*
Manager

By _____

By _____

By _____

Signature(s) of all general partners named herein