



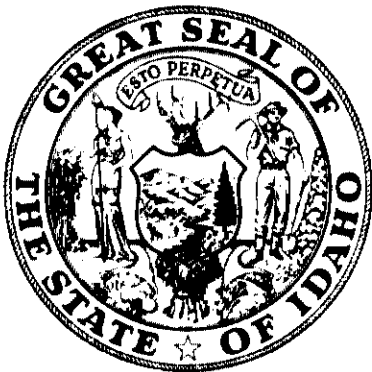
Department of State.

**CERTIFICATE OF REGISTRATION
OF
LEWISTON PROPERTIES LIMITED PARTNERSHIP**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of LEWISTON PROPERTIES LIMITED
PARTNERSHIP for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to LEWISTON PROPERTIES LIMITED PARTNERSHIP
to transact business in this State under the name LEWISTON PROPERTIES LIMITED
PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated **August 12, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

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SECRETARY OF
STATE

1. The name of the limited partnership is LEWISTON PROPERTIES LIMITED PARTNERSHIP
2. The name which it shall use in Idaho is LEWISTON PROPERTIES LIMITED PARTNERSHIP
3. It is organized under the laws of Massachusetts
4. The date of its formation is August 3, 1983
5. The address of its registered or principal office in the state or country under the laws of which it is organized is c/o Gaston Snow & Ely Bartlett, One Federal Street, Boston, Massachusetts 02110
6. The name and street address of its proposed registered agent in Idaho are CT CORPORATION SYSTEMS, 300 North 6th Street, Boise, Idaho 83701
7. The general character of the business it proposes to transact in Idaho is: The acquiring, managing, constructing upon, supervision, operating and disposing of real estate and mortgages and such related activities as are necessary, convenient or incidental to real estate operations, but not for the purposes of carrying a real estate brokerage business.
8. The names and business addresses of its partners are (must be completed only if not included in the certificate of limited partnership):

Name	General or Limited	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

8. (Continued)

Name	General or Limited	Address

9. This Application is accompanied by a copy of the certificate of limited partnership and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is organized.

Dated August 9, 19 83.

LEWISTON PROPERTIES LIMITED PARTNERSHIP

By LIBERTY STREET ASSOCIATES
E. Davisson Hardman, Jr.

A General Partner

By *E. Davisson Hardman, Jr.*

STATE OF New York)
) ss:
COUNTY OF New York)

I, *Barbara J. Tutino*, a notary public, do hereby certify that on this
9th day of August, 19 83, personally appeared
before me E. Davisson Hardman, Jr., who being by me first duly sworn,
declared that he is a general partner of LIBERTY STREET ASSOCIATES, the General
Partner of Lewiston Properties Limited Partnership,

that he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.

Barbara J. Tutino
BARBARA J. TUTINO
NOTARY PUBLIC, State of New York
No. 30-4708884
Qualified in Nassau County
Term Expires March 30, 1985

Notary Public
BARBARA J. TUTINO
NOTARY PUBLIC, State of New York
No. 30-4708884
Qualified in Nassau County
Term Expires March 30, 1985

LEWISTON PROPERTIES LIMITED PARTNERSHIP

CERTIFICATE OF LIMITED PARTNERSHIP

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SECRETARY OF
STATE

We, the undersigned, desiring to form a limited partnership pursuant to the laws of The Commonwealth of Massachusetts, do hereby certify and swear to the following:

1. That the name of the limited partnership is "Lewiston Properties Limited Partnership" (the "Partnership").

2. That the character of the business intended to be transacted by the Partnership is the acquiring, managing, constructing upon, supervision, operating and disposing of real estate and mortgages and such related activities as are necessary, convenient or incidental to real estate operations, but not for the purpose of carrying on a real estate brokerage business.

3. That the address of the principal office of the Partnership is c/o Dean Witter Realty Inc., Attention: E. Davisson Hardman, Jr., 130 Liberty Street, New York, N.Y. The Agent for Service of Process shall be: Alexander J. Jordan, Jr., c/o Gaston Snow & Ely Bartlett, One Federal Street, Boston, MA 02110. The address of the Partnership in Massachusetts shall be c/o Gaston Snow & Ely Bartlett, One Federal Street, Boston, Massachusetts 02110.

4. That the name and business address of each partner of the Partnership, general and limited partner being respectively designated, are as follows:

General Partner

Liberty Street Associates
(A New York Limited Partnership)

Address

130 Liberty Street
New York, N.Y.

Limited Partner

Peter J. Carr

Address

71 Edgemont Road
Montclair, New Jersey 07043

5. That the amount of cash contributed by each partner, no other property having been contributed by the partners, is as follows:

<u>Name</u>	<u>Contribution</u>
Liberty Street Associates	\$100
Peter J. Carr	\$100

6. That no partner has agreed to make additional capital contributions.

7. That a limited partner may substitute an assignee in his place with the prior written consent of the general partners.

8. That the limited partners have no right to withdraw, or to a return of, their contributions during the partnership's existence, except with the consent of the general partner and of the limited partners.

9. That the share of the profits or the other compensation by way of income which each limited partner shall receive by reason of his contribution is as follows:

One percent (1%) of all profits will be allocated to the accounts of the limited partners in proportion to each limited partner's capital contribution.

10. That a limited partner may substitute an assignee as contributor in his place with the prior written consent of the general partner.

11. That the general partner is given the right to admit additional limited partners from time to time without the consent of the previously admitted limited partners.


12. That no present limited partner is given any priority over other present limited partners as to contributions or as to compensation by way of income.

13. That the business of the Partnership terminates in the event of the retirement (which term shall be deemed to include voluntary or involuntary withdrawal, adjudication of bankruptcy, dissolution, liquidation, or cessation of business) of the general partner, provided that the remaining general partner or partners, if any, may elect to continue the business of the Partnership, subject to the terms and conditions set forth in the Partnership agreement.

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Certificate of Limited Partnership as of July 29, 1983.

GENERAL PARTNER

Liberty Street Associates



By E. Davisson Hardman, Jr.
General Partner

LIMITED PARTNER



Peter J. Carr

14258

Formation

Lewiston Properties Limited Partnership

Name of Limited Partnership

Formation - Amendment Mass. General Laws, Chapter 109

Office of the Secretary of State Aug 3, 1983

Michael Joseph Conally

*\$150.⁰⁰ Fee Paid this 8th
3rd day of August, 1983*

A TRUE COPY ATTEST

Michael Joseph Conally

SECRETARY OF STATE

DATE *8-8-83* CLERK *Am*

(This certification stamp replaces
outgoing certification system.)