

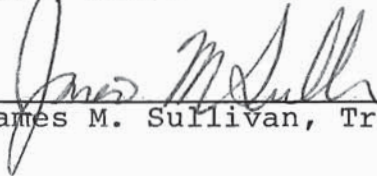
FIRST AMENDMENT TO
BEAL'S COVE VILLAGE CONDOMINIUM TRUST

I, James M. Sullivan, being the sole Trustee of Beal's Cove Village Condominium Trust under a Declaration of Trust dated December 12, 1986, recorded with Plymouth County Registry of Deeds in Book 7339, Page 021, pursuant to Paragraph 14 thereof hereby amend said Trust as follows:

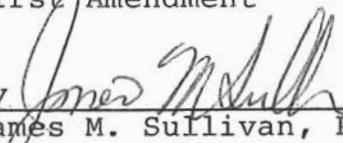
1. Paragraph 10(C) is amended by striking therefrom in the third line thereof the words "one hundred sixty-five", and inserting in place thereof the words "one hundred forty-seven".
2. Paragraph 11 is amended by striking therefrom in the fourth line thereof the words "paragraph 6" and inserting in place thereof the words "paragraph 10(C)".

In all other respects said Trust is hereby ratified and confirmed.

IN WITNESS WHEREOF, I, James M. Sullivan, have set my hand and seal to this First Amendment of Beal's Cove Village Condominium Trust this 10th day of April, 1987.


James M. Sullivan, Trustee

Beal's Cove Development, Inc.
owner of all of the units and
100% in interest in the common
areas and facilities of the
Beal's Cove Village Condominium
hereby assents to the within
First Amendment

by 
James M. Sullivan, President

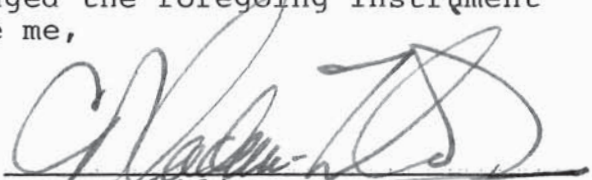

Pamela Sullivan, Treasurer

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

April 10, 1987

Then personally appeared the above named James M. Sullivan, Trustee as aforesaid, and acknowledged the foregoing instrument to be his free act and deed, before me,



Notary Public

C.D. Tadema-Wielandt

My commission expires: 5/28/87