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LP 201

JIM EDGAR  
Secretary of State  
State of Illinois

Submit in Duplicate

\$75.00 filing fee. See other side  
for acceptable forms of payment.

## CERTIFICATE OF LIMITED PARTNERSHIP (Illinois limited partnership)

87414101

Validation Only

FILED

JUL 23 1987

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Pursuant to the provisions of the Revised Uniform Limited Partnership Act, the undersigned general partners hereby form the limited partnership named below:

- The limited partnership's name is: Belmont-Orchard, Ltd., an Illinois Limited Partnership. (Note 1)
- The Federal Employer Identification Number (F.E.I.N.) is: 36-3519515 (Note 2)
- This certificate of limited partnership is effective on: (Check one)  
 a)  the filing date, or  
 b)  another date not more than 30 days subsequent to the filing date. Specify: \_\_\_\_\_
- The limited partnership's registered agent's name and registered office address is:  
 Registered Agent: Byron Paul L.  
 Last Name First Name Middle Name  
 Firm Name (if any) \_\_\_\_\_  
 Registered Office: 2125 N. Clark Street  
 (P.O. Box alone Number Street Suite #  
 is unacceptable) Chicago Cook Illinois 60614  
 City County Zip Code
- The address, including county, of the office at which the records required by Section 104 are to be kept is:  
2125 N. Clark Street, Chicago, Cook, Illinois 60614 (Note 3)
- The limited partnership's purpose(s) is: Acquiring, owning and operating interests in real properties in the City of Chicago. 6748
- The latest date upon which the limited partnership is to dissolve is: May 14, 2022
- The total aggregate amount of cash and the aggregate agreed value of other property or services contributed by the partners and which they have agreed to contribute is: \$ 275,000.00
- The agreement, if any, regarding a partner's termination of membership and distribution rights must be explained on a plain white 8-1/2" x 11" sheet, which must be stapled to this form.
- The names (last name first) and business addresses of all general partners must be listed:

<u>Paul Byron &amp; Associates, Inc.,</u>	<u>an Illinois</u>	<u>2125 N. Clark Street, Chgo., Il.</u>
General Partner's Name	Corporation	Business Address

_____	_____
General Partner's Name	Business Address

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

All general partners are required to sign the certificate of limited partnership.  
Paul Byron & Associates, Inc., an Illinois Corporation

BY: [Signature]  
 Signature  
Paul L. Byron, Pres.  
 Name (please print or type)

\_\_\_\_\_  
 Signature  
 Name (please print or type)

If additional space is needed, this list must be continued in the same format on a plain white 8-1/2" x 11" sheet, which must be stapled to this form. Number of additional pages: \_\_\_\_\_

File No. \_\_\_\_\_

**CERTIFICATE OF  
LIMITED PARTNERSHIP**

Filing Fee \$75

Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money Order, Payable to "Secretary of State."

**DO NOT SEND CASH!**

All correspondence regarding this filing will be sent to the registered agent of the limited partnership unless a self-addressed envelope is included.

**RETURN TO:**

Secretary of State  
Corporation Department  
Limited Partnership Division  
Springfield, Illinois 62756  
Telephone (217) 785-8960

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Property of Cook County Clerk's Office

**NOTES**

- Note 1: The name of the limited partnership must contain, without abbreviation, the words "limited partnership."
- Note 2: If the Federal Employer Identification Number has not been obtained at the time of filing this document, it shall be obtained and shall be reported to the Secretary of State within 180 days after the date of filing this certificate.
- Note 3: If this office is outside of Illinois, it must be the limited partnership's principal place of business.

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## BELMONT-ORCHARD, LTD., AN ILLINOIS LIMITED PARTNERSHIP PARTNER'S TERMINATION OF MEMBERSHIP & DISTRIBUTION RIGHTS

### 20. DISTRIBUTION ON DISSOLUTION:

(a) In the event of the dissolution and termination of the Partnership, the then General Partner or, if there be no General Partner, then an agent of the Partnership selected by an affirmative vote of Limited Partners whose Aggregate Contributions equal or exceed fifty-one percent (51%) of the total Aggregate Contributions of all Limited Partners (the "Agent"), shall proceed to the liquidation of the Partnership and the proceeds of such liquidation shall be applied and distributed in the following order of priority:

(1) To the payment of the debts and liabilities of the Partnership (other than any loans or advances that may have been made by the Partners to the Partnership) and the expenses of liquidation.

(2) To the setting up of any reserves which the General Partner or the Agent may deem reasonably necessary for any contingent or unforeseen liabilities or obligations of the Partnership or of the General Partner arising out of or in connection with the Partnership.

(3) To the repayment of any loans or advances that may have been made by any of the Partners to the Partnership, but if the amount available for such repayment shall be insufficient, then pro-rata on account thereof.

(4) Any balance remaining shall be distributed among all Partners, General and Limited, in accordance with the applicable provisions of Section 16.

(b) In the event that upon the dissolution of the Partnership the General Partner shall determine, or the agent of the Partnership, with approval by a vote of Limited Partners whose Aggregate Contributions equal or exceed fifty-one percent (51%) of the total Aggregate Contributions of all Limited Partners, shall determine, such procedure to be in the best interests of the Partners, then, in lieu of being sold and liquidated, the Property, subject to liabilities of the Partnership, shall be distributed to the Limited Partners as tenants in common in proportion to their respective interests in the proceeds of sale, condemnation or destruction as provided in Section 16; provided that if the value of the Property, determined as below provided, is an amount such that each Limited Partner's said share thereof is equal to or less than the then

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balance of his Aggregate Contribution, the General Partner shall not receive any interest therein, but if the value of the Property is in excess of the foregoing amount, the General Partner shall receive such interest in said Property as shall have a value, based on the same determination of value, equal to the amount of such excess or twenty percent (20%) of the total value of the Property, whichever shall be the less.

The "value of the Property" shall be determined by an independent M.A.I. appraiser, approved both by two-thirds of the total Limited Partnership interests in the Partnership and by the General Partner.

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DEPT-61 RECORDING

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COOK COUNTY RECORDER



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Mail To: Gueller, Gueller Ltd.  
33 W. Jackson  
Chicago, IL 60604