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for acceptable forms of payment.

CERTIFICATE OF AMENDMENT FOR PRE-EXISTING ILLINOIS LIMITED PARTNERSHIPS

87474417

Validation

FILED

AUG 26 1987

SECRETARY OF STATE

Pursuant to the provisions of the Revised Uniform Limited Partnership Act, the preexisting limited partnership named below is hereby governed by that Act, effective at the time this certificate is filed in the office of the Secretary of State.

- The limited partnership's name is: TPS Associates (Note 1)
- The Federal Employer Identification Number (F.E.I.N.) is: 13-3082998 (Note 2)
- The limited partnership's registered agent's name and registered office address is:

Registered Agent:	<u>Pape</u>	<u>Arthur</u>	<u>E</u>
	Last Name	First Name	Middle Name
	<u>Katten Muchin & Zavis</u>		
	Firm Name (if any)		
Registered Office:	<u>525 West Monroe Street</u>	<u>1600</u>	
(P.O. Box alone is unacceptable)	Number	Street	Suite #
	<u>Chicago</u>	<u>Cook</u>	<u>Illinois</u>
	City	County	Zip Code
			<u>60606</u>

- The office address, including county, at which the records required by Section 104 are to be kept is:
c/o Tishman Midwest Management Corp.
300 South Riverside Plaza, Chicago, Illinois (Note 3)
- The limited partnership's purpose(s) is: see attached 6748
- The latest date upon which the limited partnership is to dissolve is: December 31, 2081
- The county in which the preexisting limited partnership's original certificate of limited partnership was filed is: Cook
Recording date: July 28, 1981 Document of Book & Page No.: 25351807
- 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: \$ 9,353
- The agreement, if any, regarding a partner's termination of membership and distribution rights must be explained on a plain white 6-1/2" 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 on a separate plain white 8-1/2" x 11" sheet which must be stapled to this form.

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

All general partners are required to sign the certificate to be governed by the Revised Uniform Limited Partnership Act.

Alan S. Golboro
Signature
 Alan S. Golboro
Name (please print or type)

Stanley J. Gaynor
Signature
 Stanley J. Gaynor
Name (please print or type)

Signature

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: 1

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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.

Property of Cook County Clerk's Office

Form LP 1205 (Interim)
7/1/87 through 12/31/87

File No. _____

**CERTIFICATE OF AMENDMENT
FOR PRE-EXISTING
ILLINOIS LIMITED PARTNERSHIPS**

Filing Fee \$25

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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5. The limited partnership's purpose(s) is: to acquire, own, hold, manage and maintain an interest in a leasehold parcel of real estate located on a site bounded by Madison, Jefferson, Washington and Clinton Streets, Chicago, Illinois, upon which it is intended to construct a parking lot and/or an office building.

10. The general partners are:

Alan S. Golboro
c/o Tishman Midwest Management Corp.
300 South Riverside Plaza
Chicago, Illinois 60606

Stanley J. Gaynor
c/o Tishman Midwest Management Corp.
300 South Riverside Plaza
Chicago, Illinois 60606

Property of Cook County Clerk's Office

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DEPT-01 RECORDING \$13.25
1/21/11 TRAN 9016 08/27/87 16:21:00
#4129 #A *-87-474417
COOK COUNTY RECORDER

87474417

13⁰⁰ MAIL



Please return to:
Susan M. Logan
Katten, Muchin, Zavis, Pearl,
Greenberger & Galler
525 West Monroe St., Suite 1600
Chicago, Illinois 60606-3693

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and hereby certify that the foregoing is a true and correct copy of the original as the same appears in the records of the County Clerk's Office.

Witness my hand and seal of office this _____ day of _____, 19____.

County Clerk

Notary Public

Property of Cook County Clerk's Office

JAM 20 19__

Notary Public