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C000745

LP 1205 (Interim)
7-1-87 through 12-31-87

JIM EDGAR
Secretary of State
State of Illinois

7 1 1 6 8

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Submit in Duplicate

\$25.00 filing fee. See other side
for acceptable forms of payment.

CERTIFICATE OF AMENDMENT FOR PRE-EXISTING ILLINOIS LIMITED PARTNERSHIPS

Validation Only

FILED

OCT 21 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.

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1. The limited partnership's name is: Clark/Elm Associates Note 1)

2. The Federal Employer Identification Number (F.E.I.N.): 36-3471384 Note 2)

3. The limited partnership's registered agent's name and registered office address is:

Registered Agent:	<u>Heytow</u>	<u>Eugene</u>	<u>P.</u>
	Last Name	First Name	Middle Name

Firm Name (if any)

Registered Office:	<u>One West Monroe Street</u>		
P.O. Box alone (is unacceptable)	Number	Street	Suite #
	<u>Chicago</u>	<u>Cook</u>	<u>Illinois</u>
	City	County	Zip Code
			<u>60603</u>

4. The office address, including county, at which the records required by Section 104 are to be kept is:
Eugene P. Heytow, One West Monroe, Cook County,
Chicago, IL 60603 (Note 3)

5. The limited partnership's purpose(s) is: 6511

6. The latest date upon which the limited partnership is to dissolve is: December 31, 2030

7. The county in which the preexisting limited partnership's original certificate of limited partnership was filed is: Cook
Recording date: 10/28/86 Document of Book & Page No.: 86502577

8. 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: \$ 500,000

9. 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. There are no voluntary termination rights.

10. 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.

See attachment

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.

[Signature]
Signature
Eugene P. Heytow
Name (please print or type)

[Signature]
Signature
Michael Segal
Name (please print or type)

[Signature]
Signature
Jerome H. Gerson
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: One

Prepared by + mail to

Mark G. Yura
30 W. LaSalle 26th fl.
CHgo IL 60602

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10. Names and Addresses of General Partners.

Eugene P. Heytow
One West Monroe
Chicago, Illinois 60603

Jerome H. Gerson
30 North LaSalle Street
Chicago, Illinois 60602

Michael Segal
875 North Michigan Avenue
Chicago, Illinois 60611

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Property of Cook County Clerk's Office

DEPT-61 RECORDING \$12.25
T#1111 TRAN 3146 10/27/87 11:27:00
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