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

SECRETARY OF STATE
State of Illinois
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Submit in Duplicate

87644826

CERTIFICATE OF AMENDMENT FOR PRE-EXISTING ILLINOIS LIMITED PARTNERSHIPS

Validation Only

FILED

DEC 3 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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- The limited partnership's name is: Hagar Parking Associates (Note 1)
- The Federal Employer Identification Number (F.E.I.N.) is: 36-3299418 (Note 2)
- The limited partnership's registered agent's name and registered office address is:

Registered Agent:	<u>Neiman</u>	<u>Robert</u>	<u>E.</u>
	Last Name	First Name	Middle Name
	<u>Neiman & Grais</u>		
	Firm Name (if any)		
Registered Office:	<u>175</u>	<u>North Franklin</u>	<u>400</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:
175 North Franklin, Suite 400
Chicago, Illinois 60606 (Note 3)
- The limited partnership's purpose(s) is: To purchase, own and develop certain property located on East Lake Street, Chicago, Illinois, and to do any and all acts and things which may be incidental or convenient to carry on the Partnership business as aforesaid. 6748
- The latest date upon which the limited partnership is to dissolve is: December 31, 2034
- The county in which the preexisting limited partnership's original certificate of limited partnership was filed is: Cook
Recording date: 12/26/84 Document of Book & Page No.: 27382/25
- 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: \$5,000.00 The Limited Partners shall be required to contribute additional capital in the form of loans as set forth in the Partnership Agreement.
- 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. (See attached Paragraph 9 - Supplement)
- 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 Exhibit "A"

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.

Robert E. Neiman
Signature
Robert E. Neiman
Name (please print or type)

Herach M. Klaff
Signature
Herach M. Klaff
Name (please print or type)

Ronald B. Grais
Signature
Ronald B. Grais
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: 3

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ADMISSION COPY

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OFFICE OF THE CLERK OF THE COURT
JUDICIAL BRANCH
COURT HOUSE
CHICAGO, ILLINOIS 60601

FILE NO. 12345
CASE NO. 67890
DATE FILED: 12/15/61
COURT: SUPERIOR COURT

THIS IS TO CERTIFY THAT THE ABOVE NAMED PARTY HAS BEEN ADMITTED TO THE BAR OF THIS COURT AND IS NOW A MEMBER OF THE BAR OF THIS COURT.

1. The applicant has been admitted to the bar of this court and is now a member of the bar of this court.
2. The applicant has been admitted to the bar of this court and is now a member of the bar of this court.
3. The applicant has been admitted to the bar of this court and is now a member of the bar of this court.

NAME	ADDRESS	CITY	STATE	ZIP
John Doe	123 Main St	Chicago	Illinois	60601
Jane Smith	456 Oak St	Chicago	Illinois	60602
Bob Johnson	789 Elm St	Chicago	Illinois	60603

Property of Cook County Clerk's Office

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THIS IS TO CERTIFY THAT THE ABOVE NAMED PARTY HAS BEEN ADMITTED TO THE BAR OF THIS COURT AND IS NOW A MEMBER OF THE BAR OF THIS COURT.

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#283-A/SUPPLEMENT
12/02/1987

PARAGRAPH 9 - SUPPLEMENT

9. A. The contributions by the Limited Partners shall be returned out of Net Operating Profit, as defined in the Partnership Agreement, or upon termination of the Partnership, to the extent provided in the Partnership Agreement after the payment of all debts and obligations of the Partnership.

B. The Limited Partners are entitled to receive the percentage share of the Net Operating profits of the Partnership according to their percentage Partnership interests; provided, however, that such entitlement shall not be effective until certain General and Limited Partners have received the special allocation set forth more fully in the Partnership Agreement.

C. A Limited Partner may assign his or its interest to a relative, a trust wherein the principal beneficiary is the Limited Partner or a relative or a corporation or partnership wherein the Limited Partner or a relative owns at least fifty-one percent (51%) of the voting power, or another partner, and such assignee may become a substituted Limited Partner, if given that right by the assignor, upon the written consent of the General Partners. A Limited Partner may assign his or its interest to a third person other than the entities set forth in the first sentence of this subparagraph 9C, but must first offer such interest to the other Partners, and such assignee may become a Limited Partner only with the consent of the General Partners. All assignees must bind themselves to perform the provisions of the Limited partnership Agreement which are required to be performed by the Limited Partners in order to become a Limited Partner. No transfer or assignment of interest shall be effective and valid if such transfer or assignment would result in the termination of the Partnership for Federal income tax purposes.

D. The General Partners of the Partnership have no right to admit additional Limited Partners to the Partnership (other than through approval of assignments or transfers as set forth in subparagraph 9C herein above) or to dilute the interests of the existing General and Limited Partners.

E. No right is given to any Limited Partner to priority over any other Limited Partner as to contributions or as to com-

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pensation by way of income, except that certain Limited Partners have a right to receive a special allocation of Net Operating Profits as more fully set forth in the Partnership Agreement.

F. The death of a Limited Partner does not affect the Partnership. The retirement, removal, death, bankruptcy, insanity or incompetency of a General Partner, does not dissolve the Partnership, and the remaining General Partners shall continue the Partnership, and Successor General Partners may be chosen by the surviving General Partner and the Limited Partners within sixty (60) days, according to the terms of the Partnership Agreement.

G. The Limited Partners do not have the right to demand or receive property other than cash in return for their contribution.

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EXHIBIT "A"

General Partners - Names and Business Addresses

Ronald B. Grais
175 North Franklin Street
Suite 400
Chicago, Illinois 60606

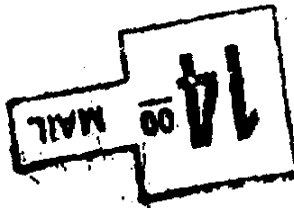
Robert E. Neiman
175 North Franklin Street
Suite 400
Chicago, Illinois 60606

Hersch M. Klaff
25 East Washington Street
Suite 1206
Chicago, Illinois 60602

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COOK COUNTY RECORDER

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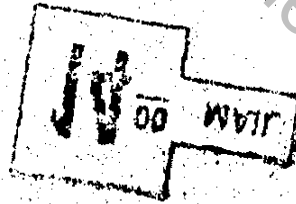
General Services Administration - National Archives - Washington, D.C.

Wanda M. Davis
175 North Franklin Street
Suite 400
Chicago, Illinois 60606

Robert E. Davis
175 North Franklin Street
Suite 400
Chicago, Illinois 60606

Harold M. Davis
25 East Washington Street
Suite 1208
Chicago, Illinois 60601

Property of Cook County Clerk's Office



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Return To:

J. COHEN

NEIMAN & GRAIS

175 N. FRANKLIN

SUITE 400

CHICAGO, IL. 60606