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87061192

The State of Texas

SECRETARY OF STATE

Property of Cook County Clerk's Office

DEPT-01 RECORDING \$12.25
T8333E TRAN 7165 01/30/87 13:49:00
#492 R A *-87-061192
COOK COUNTY RECORDER

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this Office:

MIDWAY REALTY ASSOCIATES L.P. II

Certificate of Limited Partnership

October 25, 1985

87061192

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

8th day of January A. D. 19 87

Secretary of State



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[Handwritten signature]

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Court at Chicago, Illinois, this _____ day of _____, 19____.

Property of Cook County Clerk's Office

SEPT 1978

SEPT 1978

Morsholl A. Bernstein, a general partner

By:

MILGP Associates L.P.

GENERAL PARTNER:

IN WITNESS WHEREOF, we have hereunto set our hands this 23rd day of

1985.

11. On dissolution of the Partnership, each Limited Partner may demand and receive in return for his contribution, subject to the specific terms of the Partnership Agreement, other than any cash available for distribution, his proportionate share of any Partnership assets not previously liquidated.

10. A Limited Partner has the right to substitute an assignee of his Partnership interest as a contributor in his place if such assignee has been approved and accepted by the General Partner.

9. Any Limited Partner shall share any profits and other compensation by way of income of the Partnership in the proportion that each such Limited Partner's aggregate capital contribution bears to the aggregate capital contribution of all Limited Partners.

8. The contribution of any Limited Partner is to be returned to him on dissolution of the Partnership, or at any earlier time in the discretion of the General Partner, provided that property of the Partnership exists to do so.

7. The amount of subsequent capital contributions, if any, that will be required of the limited partner(s) has not been ascertained, but will be reflected in an amendment to this Certificate of Limited Partnership which will be filed when so determined.

6. The sole Limited Partner has delivered or caused to be delivered to the Partnership a cash amount of One Hundred Dollars (\$100).

5. The term for which the Partnership is to exist shall commence on the date on which this Certificate of Limited Partnership is filed and shall continue until December 31, 2025, unless sooner terminated as provided in the Partnership Agreement.

Beatrice Jacobs
300 Garden City Plaza
Garden City, New York 11530.

The name and place of residence of the Limited Partner is:

MILGP Associates L.P.
Two Turtle Creek Village, Suite 520
Dallas, Texas 75219.

4. The name and place of residence of the General Partner is:

3. The location of the principal place of business for the Partnership is Two Turtle Creek Village, Suite 520, Dallas, Texas 75219 or such other place as the General Partner may from time to time designate. The name and address of the Partnership's registered agent for service of process is Jules Brenner, whose address is Two Turtle Creek Village, Suite 520, Dallas, Texas 75219.

2. The character of the business of the Partnership is acquiring for investment, owning, and otherwise dealing in various real estate interests and operations.

1. The name of the Partnership is Midway Realty Associates L.P., II.

We, the undersigned, desiring to form a limited partnership pursuant to the Texas Uniform Limited Partnership Act, Article 6132a of the Revised Civil Statutes of the State of Texas, certify as follows:

MIDWAY REALTY ASSOCIATES L.P. II

OF

CERTIFICATE OF LIMITED PARTNERSHIP

2 6 1 1 9 2

01 23 1985

FILED IN THE OFFICE OF THE CLERK OF THE DISTRICT COURT OF DALLAS COUNTY TEXAS

87061192

26119087

Carol Ann Morrison
 Notary Public in and for said County and State
 CAROL ANN MORRISON
 Notary Public, State of New York
 No. 01-4632721
 Qualified in Nassau County
 Commission Expires March 30, 1985

My commission expires: 3/30/85

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally appeared BEATRICE SCALISE, known to me to be the person whose name is subscribed to the foregoing instrument, and after being by me first duly sworn, acknowledged to me that she executed the same for the purposes and consideration therein stated and in the capacity therein stated, and that the statements made therein are true and correct.

SUBSCRIBED AND SWORN TO BEFORE ME by the said BEATRICE SCALISE on the 23rd day of October, 1985.

THE STATE OF NEW YORK
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 I
 I
 COUNTY OF NEW YORK

Carol Ann Morrison
 Notary Public in and for said County and State
 CAROL ANN MORRISON
 Notary Public, State of New York
 No. 01-4632721
 Qualified in Nassau County
 Commission Expires March 30, 1985

My commission expires: 3/30/85

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally appeared MARSHALL A. BERNSTEIN, a General Partner of MillGP Associates, L.P., a limited partnership, known to me to be the person whose name is subscribed to the foregoing instrument, and after being by me first duly sworn, acknowledged to me that he executed the same as General Partner of said Limited Partnership for the purposes and consideration therein stated and in the capacity therein stated, as the act and deed of said limited partnership, and that the statements made therein are true and correct.

SUBSCRIBED AND SWORN TO BEFORE ME by the said MARSHALL A. BERNSTEIN on the 23rd day of October, 1985.

THE STATE OF NEW YORK
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 I
 I
 COUNTY OF NEW YORK

Beatrice Scalise
 BEATRICE SCALISE

LIMITED PARTNER:

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20110718

COMMISSIONER OF THE STATE OF NEW YORK
 OFFICE OF THE STATE CLERK
 STATE CLERK'S OFFICE
 120 N. STATE ST. 10TH FLOOR
 ALBANY, NY 12243-1500

STATE OF NEW YORK
 COUNTY OF [illegible]
 IN SENATE JANUARY 11, 2011
 REPORTED BY THE CLERK OF THE SENATE

COUNTY OF NEW YORK
 THE STATE OF NEW YORK

STATE OF NEW YORK
 COUNTY OF [illegible]

STATE OF NEW YORK
 COUNTY OF [illegible]

COUNTY OF NEW YORK
 THE STATE OF NEW YORK
 525 W. Wacker Drive
 Chicago, IL 60601
 New York
 Albany, New York