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LP 1205

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

88390350

\$25 filing fee. See other side for acceptable forms of payment.

CERTIFICATE TO BE GOVERNED BY THE REVISED UNIFORM LIMITED PARTNERSHIP ACT (Pre-existing Illinois Limited Partnership)

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: Hotel Swiss Grand Associates
- The Federal Employer Identification Number (F.E.I.N.) is: 36-3449495 (Note 1)
- The limited partnership's registered agent's name and registered office address is:

Registered Agent:	<u>Kantorczyk</u>	<u>David</u>	<u>C.</u>
	Last Name	First Name	Middle Name
	<u>10 MAT Associates Incorporated</u>		
	Firm Name (if any)		
Registered Office:	<u>401 North Michigan Avenue</u>	<u>830</u>	
(P.O. Box alone is unacceptable)	Number	Street	Suite #
	<u>Chicago</u>	<u>Cook</u>	<u>Illinois</u>
	City	County	State
			<u>60611</u>
			Zip Code
- The office address, including county, at which the records required by Section 104 are to be kept is:
401 North Michigan Avenue, Suite 830, Chicago, Illinois 60611
Cook County (Note 2)
- The limited partnership's purpose(s) is: to invest, directly and indirectly, in real property
6748
- The latest date upon which the limited partnership is to dissolve is: December 31, 2040
- The county in which the preexisting limited partnership's original certificate of limited partnership was filed is: Cook
Recording date: 6-30-86 Document of Book & Page No.: 86267882
- 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: \$ 10,000.00
- A brief statement of the partners' membership termination and distribution rights, if any. One 8-1/2" x 11" standard paper may be used, if needed, and attached to this form. The full text of such rights should be on file in the partnership's Section 104 office.
- 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.

MAT Swiss Grand Associates
 Signature
 By: MAT Associates, Inc.
 Name (please print or type)
 By: [Signature]
 Signature
David Kantorczyk
 Name (please print or type)

Signature
SNH Lake Michigan, Inc.
 Name (please print or type)
 By: [Signature]
 Signature
Fred Lawbi, President
 Name (please print or type)

If additional space is needed, this 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

William To Bob 416 Don Miller

FILED 08/24/08 09:00 AM 08/24/08 09:00 AM 08/24/08 09:00 AM

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File No.

**CERTIFICATE TO BE GOVERNED
BY THE REVISED UNIFORM
LIMITED PARTNERSHIP ACT**

\$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

CUP 71

Property of Cook County Clerk's Office

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COOK COUNTY RECORDER

NOTES
Note 1: 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 2: If this office is outside of Illinois, it must be the limited partnership's principal place of business.

09/10/08 10:32:00

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9. Partner's termination of membership and distribution rights:

Upon termination of the Partnership, the proceeds of liquidation shall be distributed to and among the Partners in accordance with the terms of the Partnership Agreement which is kept at the principal office of the Partnership.

10. Names and Addresses of General Partners:

- (a) MAT Swiss Grand Associates,
an Illinois limited partnership
401 North Michigan Avenue
Suite 830
Chicago, Illinois 60611
- (b) SNI Lake Michigan, Inc.
c/o Swissotel Management Corporation
333 North Michigan avenue
Suite 510
Chicago, Illinois 60601

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