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LP 202

JIM EDGAR 5 1 7 1 2 2
Secretary of State
State of Illinois

Submit in Duplicate

\$25 filing fee. (\$75 Restated Certificate) See other side for acceptable forms of payment.

CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP (Illinois limited partnership)

90517122

Pursuant to the provisions of the Revised Uniform Limited Partnership Act, the undersigned limited partnership hereby amends its certificate of limited partnership.

- The limited partnership's name is: Lake-Cook/Tollway Future Phase Associates (Note 1)
- The limited partnership's file number is: C003524
- The Federal Employer Identification Number (F.E.I.N.) is: 36-3519909 (Note 2)
- The certificate of limited partnership was filed with the Secretary of State's office on: 12-27-88 (month, day, year)
- The certificate of limited partnership is amended as follows: (Check and complete where appropriate)
 - Admission of a new general partner (list name, business address and contributions below).
 - Withdrawal of a general partner (use name below).
 - Change of registered agent and/or registered office (list old name and address and new name and address, labeled as such, below).
 - Change in the address of the office at which the records required by Section 201 of the Act are kept (list old address and new address, labeled as such, below).
 - Change in the business addresses of general partners (list name and old address and new address, labeled as such, below).
 - Change in the partners' total contribution amount (give old and new dollar amounts, labeled as such, below).
 - Other (restated certificate? Yes No

DEPT-01 RECORDING \$13.00
T#1111 TRAN 8953 10/23/90 11:10:00
#5952 A *-90-517122
COOK COUNTY RECORDER

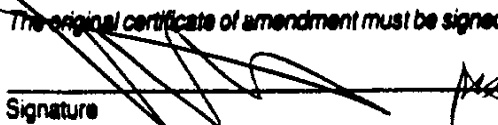
5. Amendment: (Note 3)


SEE ATTACHMENT

If additional space is needed, the amendment must be continued on a 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.

The original certificate of amendment must be signed by at least one general partner and all new general partners designated.


Signature
Richard A. Stein
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

Return To: Box 416 J. Davis

COOK COUNTY CLERK'S OFFICE
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5. Amendment

4(c) Change of Registered Office.

Old Address

227 West Monroe Street
Suite 3400
Chicago, Illinois
60606-5001

New Address

203 North LaSalle Street
Suite 1800
Chicago, Illinois
60601

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