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File Number 5004893

50559803

SEAL OF THE OFFICE OF THE SECRETARY OF STATE



To all to whom these Presents shall Come, Greeting:

I, Jim Edgar, Secretary of State of the State of Illinois, do hereby certify that

THE REINSTATEMENT OF 855 WEST GOLF CO., LTD., AN ILLINOIS LIMITED PARTNERSHIP, HAVING COMPLIED WITH THE PROVISIONS OF THE REVISED UNIFORM LIMITED PARTNERSHIP ACT OF THE ILLINOIS STATE STATUTES, HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE.*****

50559803

In Testimony Whereof, I have set my hand and cause to be affixed the Great Seal of the State of Illinois this 8TH day of NOVEMBER 1990

Jim Edgar
SECRETARY OF STATE

B-118
FEB 1995

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LP 1205

SUBMIT IN DUPLICATE

JIM EDGAR
Secretary of State
State of Illinois

\$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: 855 West Golf Co., Ltd.
- The Federal Employer Identification Number (F.E.I.N.) is: 36-3126043 (Note 1)
- The limited partnership's registered agent's name and registered office address is:

Registered Agent	Last Name	First Name	Middle Name
	Hactl	Donna	P.
Firm Name (if any) <u>Wayfarth, Shaw, Fairweather & Geraldson</u>			
Registered Office: (P.O. Box alone is unacceptable)	Number	Street	Suite #
	55 East	Monroe	4200
	City	County	Zip Code
	Chicago	Cook Illinois	60603

- The office address, including county, at which the records required by Section 104 are to be kept is:
855 West Golf Road, Schaumburg IL 60194, Cook (Note 2)
- The limited partnership's purpose(s) is: to acquire for investment purposes and to develop, improve, lease and operate, on the Real Estate
- The latest date upon which the limited partnership is to dissolve is: January 1, 2078
- The county in which the preexisting limited partnership's original certificate of limited partnership was filed is: Cook
Recording date: 4/21/1981 Document of Book & Page No.: 25845216
- 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: \$ 75,000
- 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. (Note 3)

[Signature]
Signature
F. Peter Mignin
Name (please print or type)

Signature

Name (please print or type)

[Signature]
Signature
MacGregor F. Mignin
Name (please print or type)

Signature

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: 2

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NOTES

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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.

Note 3: If a corporation acts as a general partner, the name and state of incorporation shall be shown and the execution shall be by an officer.

Property of Cook County Clerk's Office

DEPT-01 RECORDING \$16.00
14555 TRAN 9262 11/15/99 15:27:00
48762 4 E *--90--559803
COOK COUNTY RECORDER

Form LP 1205

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
Department of Business Services
Limited Partnership Division
Springfield, Illinois 62756
Telephone (217) 785-8960

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11/15/99

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855 West Golf Co., Ltd.
Attachment to Form LP 1205

Question 9:

No partner may sell, assign, transfer, encumber or otherwise dispose of the whole or any part of his interest in the Partnership without prior written consent of Partners owning at least 65% of the Ownership Percentage.

Upon termination and dissolution, assets are distributed in the following order:

1. Expenses of the wind-up and liquidation
2. Non-partner creditors
3. Limited Partner loans
4. General Partner loans
5. Limited Partner capital contributions
6. General Partner capital contributions
7. Limited Partner Profits
8. General Partner Profits.

PROPERTY OF COOK COUNTY CLERK'S OFFICE

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855 West Golf Co., Ltd.
Attachment to Form LP 1205

General Partners

Mignin, F. Peter
855 West Golf Road
Schaumburg, IL 60194

Mignin, MacGregor F.
25011 Deerfield Lane
Warrenville, Illinois 60555

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