

SEP 25 '92 15:08

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Form LP 201
(Rev. Jan. 1981)

Filing Fee \$75

SUBMIT IN DUPLICATE

All correspondence regarding this filing will be sent to the registered agent of the limited partnership on-line a self-addressed envelope with return postage is included.

GEORGE H. RYAN
Secretary of State
State of Illinois

File # **C006978**
Assigned by Secretary of State

CERTIFICATE OF LIMITED PARTNERSHIP (Illinois limited partnership)

92715961

OFFICE USE ONLY

SEP 25 1992 15:08
C006978 5811 09/25/92
75.00 10 0009013565 5113

1. Limited partnership's name: SSG Limited Partnership

2. The address, including county, of the office at which the records required by Section 104 are to be kept is: (Post office box alone and c/o are unacceptable) 653 North Elston Avenue, Chicago, Illinois Cook County

3. Federal Employer Identification Number (F.E.I.N.): 33-3841787

4. This certificate of limited partnership is effective on: (Check one)
a) X the filing date, or b) another date later than but not more than 60 days subsequent to the filing date: _____
(month, day, year)

DEPT-01 RECORDING \$23.00
T33333 TRAN 4992 09/25/92 16:49:00
\$3479 + *-92-715961
COOK COUNTY RECORDER

5. The limited partnership's registered agent's name and registered office address is:

Registered agent:	<u>Jeffrey</u>	<u>Kuta</u>
	First name	Last name
Registered Office:	<u>Hollub & Coff, 55 East Monroe Street</u>	<u>6100</u>
(P.O. Box alone and c/o are unacceptable)	Number	Street
	<u>Chicago</u>	<u>Cook</u>
	City	County
		<u>Illinois</u>
		State
		<u>60603</u>
		Zip Code

6. The limited partnership's purpose(s) is: acquisition, rehabilitation or construction, and operation of residential real estate as low-income housing.

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IRS Industrial Code Number is: 6311

7. Dissolution date is: Perpetual or December 31, 2023
(month, day, year)

8. The total aggregate dollar amount of cash, property and services contributed by all partners is: (per Section 201-5) \$3,582,888.00

9. A brief statement of the partners' membership termination and distribution rights:
See Exhibit A hereto.

(over)

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10.

NAME(S) & BUSINESS ADDRESS(ES) OF GENERAL PARTNER(S)

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

All general partners are required to sign the certificate of limited partnership.

SIGNATURE AND NAME

BUSINESS ADDRESS

1. David B. Burt
 (Signature)
DAVID B BURT - VICE PRESIDENT
 (Type or print name and title)
The Reznar Corporation
 (Name of General Partner if a corporation or other entity)

2. _____
 (Signature)

 (Type or print name and title)

 (Name of General Partner if a corporation or other entity)

3. _____
 (Signature)

 (Type or print name and title)

 (Name of General Partner if a corporation or other entity)

4. _____
 (Signature)

 (Type or print name and title)

 (Name of General Partner if a corporation or other entity)

5. _____
 (Signature)

 (Type or print name and title)

 (Name of General Partner if a corporation or other entity)

6. _____
 (Signature)

 (Type or print name and title)

 (Name of General Partner if a corporation or other entity)

1. 853 North Elston Avenue
 Number Street
Chicago,
 City/Town
Illinois 60622
 State Zip Code

2. _____
 Number Street

 City/Town

 State Zip Code

3. _____
 Number Street

 City/Town

 State Zip Code

4. _____
 Number Street

 City/Town

 State Zip Code

5. _____
 Number Street

 City/Town

 State Zip Code

6. _____
 Number Street

 City/Town

 State Zip Code

(Signatures must be in ink on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

FORMS OF PAYMENT:
 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!

RETURN TO:
 Secretary of State
 Department of Business Services
 Limited Partnership Division
 Room 330, Centennial Building
 Springfield, Illinois 62768
 Telephone: (217) 786-6900

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EXHIBIT

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EXHIBIT A

(Attached to and made a part of Certificate of Limited Partnership of ^{SS: Limited Partnership} an Illinois limited partnership.)

9. Following is a summary explanation of certain rights of general and limited partners, which are set forth in greater detail in the partnership agreement:

(a) Termination. The partnership terminates upon the earliest of the end of its 31st full calendar year, unanimous partners' agreement to terminate, departure of the last general partner without substitution, or disposition of substantially all non-cash assets. Partners may not withdraw from or dissolve the partnership or sell, transfer, or assign their partnership interests without other partners' consent. The limited partner may remove and replace any general partner for specific causes. Upon bankruptcy, dissolution, liquidation, death, or incapacity of a general partner, such general partner's successor-in-interest becomes a special limited partner. Upon any such event, or upon withdrawal or wrongful dissolution of the Partnership by a general partner or removal of a general partner for cause, the partnership is continued if another general partner remains or the limited partner appoints a substitute general partner.

(b) Distribution. Net operating cash flow is distributed 1% to the general partner(s) and 99% to the limited partner. Net proceeds of capital transactions are distributed first to the partners in proportion to their total capital contributions, then to the general partner(s) in the amount of any loans and fees due, then 50% to the general partner(s) and 50% to the limited partner. Upon liquidation, after payment or provision for creditors, including any amounts due to the general partner(s) if remaining partnership assets are sufficient to return total capital contributions to the partners, any remaining partnership assets are distributed to the partners in the proportionate amounts of their capital account balances.

FILED
SEP 25 1992
CHICAGO, ILL.
75.00

Office

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Box # 430

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