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Form LP 202  
(Rev. Jan. 1991)

Filing Fee \$25

SUBMIT IN DUPLICATE!

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

GEORGE H. RYAN  
Secretary of State  
State of Illinois

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

OFFICE USE ONLY

94037301 12/17/94 10:39:00

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1. Limited partnership's name: Central Pipe Limited Partnership II

2. File number assigned by the Secretary of State: 6007148

3. Federal Employer Identification Number (F.E.I.N.): 36-3858842

4. The certificate of limited partnership is amended as follows:  
(Check all applicable changes)  
(Address changes P.O. Box alone and c/o are unacceptable)

DEPT-01 RECORDING \$27.50  
T#0013 TRAN 1570 01/12/94 10:39:00  
#2793 \* -94-037301  
COOK COUNTY RECORDER

- a) Admission of a new general partner (give name and business address below).
- b) Withdrawal of a general partner (give name below).
- c) Change of registered agent and/or registered agent's office (give new name and address, including county below).
- d) Change in the address of the office at which the records required by Section 201 of the Act are kept (give new address, including county below).
- e) Change in the general partners name and/or business address (give name and new address below).
- f) Change in the partners' total aggregate contribution amount (give new dollar amount below).
- g) Change in limited partnership's name (give new name below).
- h) Change in date of dissolution (give new date below).
- i) Other (give information below).

See attachment.

Duane E. FREEMAN  
P.O. Box 1061  
Oak Park, IL 60304



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## 5. NAME(S) & BUSINESS ADDRESS(ES) OF GENERAL PARTNER(S) 3 7 0 1

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

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

SIGNATURE AND NAME	
1.	<u><i>Duane Ehresman</i></u> (Signature) <u>Duane Ehresman, General Partner</u> (Type or print name and title) <u></u> (Name of General Partner if a corporation or other entity)
2.	<u></u> (Signature) <u></u> (Type or print name and title) <u></u> (Name of General Partner if a corporation or other entity)
3.	<u></u> (Signature) <u></u> (Type or print name and title) <u></u> (Name of General Partner if a corporation or other entity)
4.	<u></u> (Signature) <u></u> (Type or print name and title) <u></u> (Name of General Partner if a corporation or other entity)
5.	<u></u> (Signature) <u></u> (Type or print name and title) <u></u> (Name of General Partner if a corporation or other entity)

BUSINESS ADDRESS	
1.	<u>1123 S. Euclid</u> Number Street <u>Oak Park</u> City/town <u>Illinois</u> <u>60304-0061</u> State Zip Code
2.	<u></u> Number Street <u></u> City/town <u></u> <u></u> State Zip Code
3.	<u></u> Number Street <u></u> City/town <u></u> <u></u> State Zip Code
4.	<u></u> Number Street <u></u> City/town <u></u> <u></u> State Zip Code
5.	<u></u> Number Street <u></u> City/town <u></u> <u>94087301</u> 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.)

If additional space is needed, it must be continued in the same format on a plain white 8 1/2" x 11" sheet, which must be stapled to this form.

**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 62756  
Telephone: (217) 785-8960

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ATTACHMENT TO  
CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CENTRAL PINE LIMITED PARTNERSHIP II

4(f) Change in the partners' total aggregate contribution amount.

Old: \$ 1,000.00

New: \$ 788,542.00

4(h) Change in date of dissolution.

Old: December 31, 2034

New: December 31, 2027

4(i) Other - limited partnership's purpose.

Old:

To invest directly or indirectly in real property.

New:

Acquisition, rehabilitation or construction, and operation of residential real estate as low-income housing.

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4(i) Other - Partners' membership termination and distribution rights.

Old:

The partners have no voluntary termination 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.

New:

The following is a summary explanation of certain rights of general and limited partners, which are set forth in greater detail in the Partnership's Articles of Limited Partnership.

COOK COUNTY CLERK'S OFFICE  
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10/27/20

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a copy of which is kept at the office at which the records required by Section 201 of the Act are kept:

(a) Termination. The Partnership terminates as of the earlier of December 31, 2027, 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) Distributions. Net operating cash flow is distributed 75% to the General Partner and 25% to the Limited Partner. If and to the extent that the General Partner receives net proceeds of capital transactions, the General Partner's share of distributions of net operating cash flow is reduced (and the Limited Partner's share is correspondingly increased), to the point where net operating cash flow is distributed 1% to the General Partner and 99% to the Limited Partner, all as more particularly provided in the Partnership's Articles of Limited Partnership. Net proceeds of capital transactions are distributed first to the General Partner until the General Partner has received, cumulatively, net proceeds of capital transactions equal to \$226,207.00; then to the partners in proportion to their total capital contributions; then to the general partner in the amount of any loans and fees due; then 50% to the General Partner and 50% to the Limited Partner. Upon liquidation, after payment or provision for creditors, including any amounts due to the general partner, 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.

\*reduced by the amount of net proceeds of capital transactions previously distributed to such partners

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