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AMENDMENT NO. 3 TO THE CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP OF KINMAN LIMITED PARTNERSHIP

The undersigned, representing the General Partner and more than two-thirds in an Aggregate Capital Balance of the Limited Partners of the Kinman Limited Partnership, hereby amend such Agreement as set forth below. All capitalized terms used herein are used as defined in the Agreement.

Article 3 of the Agreement is amended to read as follows:

3. Terms of the Partnership. The Partnership shall commence on the date of filing and recording of the Certificate of Limited Partnership and shall continue until December 31, 1997 unless otherwise provided by law or this agreement.

GENERAL PARTNER

John F. Manley

By:


John F. Manley

LIMITED PARTNERS:

JOHN F. MANLEY

By:


John F. Manley

[SIGNATURES CONTINUED ON FOLLOWING PAGE]


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1984 CCG SPECIAL SITUATIONS LIMITED PARTNERSHIP


By:



John F. Manley
General Partner

WILLIAM GRAHAM

By:



John F. Manley
attorney-in-fact


Kinman Limited Partnership
233 S. Wacker Drive, Ste. 9300
Chicago, IL 60606

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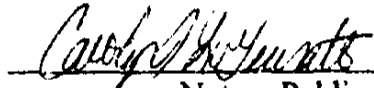
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STATE OF ILLINOIS)
)
COUNTY OF COOK)

On the 21st day of November 1995, before me personally appeared John F. Manley, who being by me duly sworn, (i) said that he is General Partner of Kinman Limited Partnership and 1984 CCCG Special Situations Limited Partnership, and on the 21st day of November 1995, this Certificate and Agreement of Limited Partnership was signed by him and (ii) acknowledged that the execution and delivery hereof was his free act and deed.



Notary Public

My Commission Expires:



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