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Form LP 201
(Rev. Jan. 1995)

96446586

Filing Fee \$75

SUBMIT IN DUPLICATE!

File # SC11171

Assigned by
Secretary of State

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.

DEPT-01 RECORDING 425.00
740011 TEAM 1998 06/11/96 18:23:00
45854 & RV *-96-446586
COOK COUNTY RECORDER

GEORGE H. RYAN
SECRETARY OF STATE
STATE OF ILLINOIS

CERTIFICATE OF LIMITED PARTNERSHIP
(Illinois limited partnership)

96446586

- Limited partnership's name: LaSalle Partners (Ohio) Limited Partnership
- The address, including county, of the office at which records required by Section 104 are to be kept is: (P.O. Box alone and c/o are unacceptable) 200 East Randolph, Chicago, Illinois, 60601,
Cook County
- Federal Employer Identification Number (F.E.I.N.): Applied For
- This certificate of limited partnership is effective on: (Check one)
(a) ☒ the filing date, or (b) another date later than but not more than 60 days subsequent
to the filing date: _____
(month, day, year)

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

Registered agent:	Jeffrey	H.	Olian
	First name	Middle name	Last name
Registered Office:	200 East Randolph		
(P.O. Box alone and c/o are unacceptable)	Number	Street	Suite #
	Chicago	Cook	Illinois 60601
	City	County	Zip Code

6. The limited partnership's purpose(s) is: to (i) conduct real estate activities in the State of Ohio; and (ii) engage in any and all activities necessary or convenient to the conduct, promotion and attainment of the business or purpose of the Partnership.

IRS business Code Number is: 7398

7. Dissolution date is: ☐ Perpetual or December 31, 2046
(month, day, year)

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OFFICIAL STATE OF ILLINOIS
JAN 19 1995
FILED

8. The total aggregate dollar amount of cash, property and services contributed by all partners is
\$10,000.00

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

SEE ATTACHMENT A ATTACHED HERETO

NAME(S) & BUSINESS ADDRESS(ES) OF ALL 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

Signature

John R. Phillips

Type or print name and title John R. Phillips,

General Partner

Name of General Partner if a corporation or

other entity

Signature

Type or print name and title

Name of General Partner if a corporation or

other entity

Signature

Type or print name and title

Name of General Partner if a corporation or

other entity

BUSINESS ADDRESS

Number/Street 200 East Randolph

City/town Chicago

State Illinois

Zip Code 60601

Number/Street

City/town

State

Zip Code

Number/Street

City/town

State

Zip Code

(Signatures must be in **BLACK 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."

RETURN TO:

Secretary of State
Department of Business Services
Limited Partnership Division
Room 357, Howlett Building
Springfield, Illinois 62756

RECORDING DESK
BOX 170

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Attachment A

CERTIFICATE OF LIMITED PARTNERSHIP

(Illinois limited partnership-Form LP 201)

for

LA SALLE PARTNERS (OHIO) LIMITED PARTNERSHIP

RESPONSE TO ITEM #9

9. A Partner may not transfer or assign the whole or any part of its Partnership Interest without the approval of the other Partners. Upon the approval of such a transfer, however, the transferee becomes a substitute Partner and shall be bound by all provisions of the Agreement of Limited Partnership of LaSalle Partners (Ohio) Limited Partnership.

The General Partner may transfer the whole of its Partnership Interest in the Partnership to a wholly-owned corporation. Upon such transfer, the wholly-owned corporation becomes the General Partner. Such transfer shall not require the consent of the Limited Partner and shall not effect a dissolution of the Partnership. The indirect transfer of all or a part of any corporate Limited Partnership's Partnership Interest by means of a transfer of the capital stock of such corporate Limited Partner shall require the approval of the other Partners.

Except in the case of a liquidation of the Partnership, all distributions shall be made in such amounts and at such times as the Partnership may determine. No Partner has the right to demand and receive any distribution from the Partnership in any form other than cash.

The Partnership shall be dissolved upon the occurrence of any of the following events:

- (a) The expiration of the term of the Partnership: 38446586
- (b) The withdrawal, bankruptcy or insolvency, or dissolution, or termination, of any Partner.

Upon the dissolution of the Partnership the General Partner, or if it is not available, a liquidator selected by the Limited Partner, shall proceed to wind up the Partnership business. The General Partner or such liquidator, as the case may be, shall apply the Partnership assets, after payment of Partnership debts and liabilities, and the creation of such reserves as the liquidator deems appropriate, to the Partners in accordance with their Percentage Interests.

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