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COUR COUNTY RECORDER

FOR RECORDER'S OFFICE USE ONLY

DESCRIPTION OF ATTACHED INSTRUMENT:

Fourth Amended and Restated Certificate of Limited Partnership of 401 Morth Associates

PREPARER:

Barbara D. Fedor

96658840

Punty Clarks Office DATE OF INSTRUMENT: May 31, 1996

Cope Management associates 225 N.WABASH, Ste 310 Chicago, IL. 60601

Property of Coot County Clert's Office

96.65824⁸

401 NORTH ASSOCIATES

FOURTH AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF 401 NORTH ASSOCIATES

This fourth Amended and Restated Certificate of Limited Partnership, made as of this 31st day of May, 1996, by the undersigned General Partner of 401 North Associates, made pursuant to the provisions of the Uniform Limited Partnership Act of Illinois, for and on behalf of himself and on behalf of each General and Limited Partner of such limited partnership who previously executed a Power of Attorney as set forth in the Agreement of Limited Partnership of 401 North Associates made and entered as of the 15th day of December. 1979, and amended as of the 1st day of April, 1982, being first sworn on oath, alleges and states:

WHEREAS, the General Partners and Limited Partners set forth herein organized a limited partnership under the laws of the State of Pennsylvania under the name "401 North Associates," pursuant to a Certificate of Limited Partnership, dated the 16th day of November, 1979, and recorded and filed on the 28th day of November, 1979, in the Commonwealth of Pennsylvania, Department of State, as Document No. 79:60 1285; and

WHEREAS, a Certified Copy of safa Certificate of Limited Partnership was recorded in the Office of the Recorder of Deed for Cook County, Illi iois, on October 18, 1982, as Document No. 26384234; and

WHEREAS, an Amended and Restated Certificate of Limited Partnership was recorded in the Office of the Recorder of Deed for Cook County, Illinois or December 8, 1982, as Document No. 2643385; and

WHEREAS, a Second Amended and Restated Certificate of Limited Partnership was recorded in the Office of the Recorder of Deed for Cook County, Illinois, on August 18, 1983, as Document No. 26629624; and

WHEREAS, a Third Amended and Restated Certificate of Limiter) Partnership was recorded in the Office of the Recorder of Deed for Cook County, Illinois, on March 15, 1793, as Document No. 96201862; and

WHEREAS, the partners wish to update and correct the listing of Partners.

NOW, THEREFORE, the Third Amended and Restated Certificate of Limit a Partnership of 401 North Associates is hereby amended as follows:

- (a) To delete the Schedule A filed with said Amended and Restated Certificate of Limited Partnership of 401 North Associates and to insert in lieu thereof the attached Corrected and Amended Schedule A, which is incorporated herein by reference and made a part percof.
- (b) In all other respects, the Amended and Restated Certificate of Limited Partners of 401 North Associates heretofore recorded shall remain the same, being in full force and offer as so recorded.

IN WITNESS WHEREOF, this Third Amended and Restated Certificate of Limited Partnership has been executed this 31st day of May, 1996.

Gerald S. Kaufman, a General Partner on behalf of both General Partners and as Attorney-in-Fact pursuant to Powers of Attorney for each Limited Partner set forth on the Corrected and Amended Schedule "A" attached to this Fourth Amended and Restated Certificate.

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STATE OF ILLINOIS) COUNTY OF COOK)

BE IT REMEBERED that on the 31st day of May, 1996, personally came before me, a Notary Public in and for said County and State aforesaid, Gerald S. Kaufman, and he executed the above instrument as one of the General Partners and as the Attorney-in-Fact pursuant to Powers of Attorney for each Partner of the foregoing Partnership as therein set forth, and acknowledged said execution of said Instrument to be his act and & &

KATHY L. SESA

Notary Public, State of Physis

Coot County Clart's Office My commission expires:

6/12/99

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SCH	SCHEDULE A TO AMENDED AND		RESTED CERTIFICATE OF LIMITED PARTNERSHIP OF 401 NORTH ASSOCIATES	ASSOCIATES
	GENERAL PARTNERS	NERS	ADDRESS	Certificate
Iwin B	Cohen		810 Fifth Avenue New York NV 10001	מסאורשטעטר
Gerald S	Kaufman	***************************************	850 North Michigan Avenue Chicago II aga11	15,7283%
	LIMITED PARTNERS	ERS		3.0000 3.0000
Anita	Bashkowitz		1134 Beach Minth Street, Far Rockaway, NY 1801	V ED0.45/
Milton	Cahn			0.3004%
Irwin B	Cohen			1.504176
CouldHave	ShouldHaveWould	CouldHaveShouldHaveWouldHave Investment Co.	51 Alex Drive, White Piglins, NY 10905	0.7331%
Herbert	Davis	en de de la companyación de la comp	5015 Veloz, Tarzana, CA 81358	0.3020%
Barbara D	Fedor		300 North State Street, Chicago III And to	0.1536%
Martin	Fischer		254 East 88 Street New York NY 10034	0.4528%
Abraham	Glmble		1519 North Dearborn Street Chicago, it Apa14	4.5326%
Sidney	Gimble		9086 Barrol Lane Kens not in 180 pages	1.1/66%
Muriel	Goodfriend		56 Royal Way New Halls Lack AIX 14040	0.2780%
Burton	Hoffner		P.O. Box 147 Cadamiret NV 11516	0.0483%
Judith	Hurwich		4 Marcies Jane 1 m 92222 ferral	0.7521%
Alan	Jacobs		- 6	2.7171%
Lucille	Jacobs		630 Park As only New York NY 10004	1.7508%
Nathan P	Jacobs	***************************************	830 Park Avenue New York MY 10021	0.7521%
Ari	Janisch		186 Statt Drive Atlantic Boach NIV 44500	%960L'6
Jonathan	Janisch	وغيوان مو المهاومة والمقارنة والمقار	188 Sout Drive Atlantic Beach NV 44500	0.1888%
Rona	Janisch	***************************************	198 Scott Delive Attentio Book Bix 11708	0.1868%
Carol F	Kaufman	***	930 North Michigan Avenue Object II. Cont.	0.1666%
Gerald S	Kaufman			1.0270%
Earl	Kramer		1100 Park Avenue Nou Vot. NV 40326	18,0313%
Carol Ann	Leibner		11 Camin Diag America IN 19126	3,0001%
Steven	Mukamai		2 Park Avenue Man Vote NV 10004	1.7508%
U Michael	Newberger		3240 I ake Shore Dave Chicaca II and William	1.5041%
Judith	Pace		17 Kingdom Ridge Board Bedford Ally 40506	0.4529%
Sarah	Portney		785 Park Avenue New York NY 10506	1.7508%
Allan	Rodolitz		849 Smith I and Mondman NV 44500	0.3032%
David	Shatz		51 Alex Drive Mills Dista 117 (2007)	1.1240%
The Shatz (Company		C/O Dellin Shate D C Door FOR D	1.0270%
	Simon		1185 Beach Minh Street Ear Dockson, NY 12602	2.2582%
Kaleta	Slyziuk		31439 Monitohe Date Events C. South	0.5014%
Carol	Steln		414 Whet Mischall Chicada 11 60614	0.7521%
Ruth	Weinbarg, Tee		434 Greenlast Avanta Clancos II accord	0.7521%
Thomas		عودة بريات سامنة وسميادي، فيوجمية بيوامساجية فميساء نسساساجة غراة	2895 Philmont Avenue Huntinodoo Velley, Do 10006	2.2582%
Gilda	Zalaznick		29 Beechcroff Road, Graenwich, CT Dagan	% L400.7
TOTAL		O Service Control of Control		1,124078
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