Form LP 202 (Rev. Jan. 1995)

97134870

Filing Fee \$25

SUBMIT IN DUPLICATE!

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> GEORGE H. RYAN SECRETARY OF STATE STATE OF ILLINOIS

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

THE METERS SERVICES

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.

1.	Limited	partnership's name: Kenosha Associaces .
2.	File nu	mber assigned by the Secretary of State: \$006212
3.	Federa	I Employer Identification Number (F.E.I.N.): 13-3401464
4.	(Check	rtificate of limited partnership is amended as follows: (all applicable changes) ss changes P.O. Box alone and c/o are unacceptable)
	_x_a)	Admission of a new general partner (give name and business address below).
	_x 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).
		Change in the partners' total aggregate contribution amount (give new dollar amount below).
	9)	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 Attached

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

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

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

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

	BUSHNESS ADDRESS
Signature News K. July	Number/Street 919 Third Avenue
Type or print name and titleTheodore R. Sayers,	City/town New York:
President	<u>'/)</u>
Name of General Partner if a corporation or	4
other entity Paramount Louisiana Realty Corp.	State York Zip Code 10022
Signature On	Number/Street 919 Third Avenue
ype or print name and title Herbert S. Sayuitz.	Cityflown <u>New York</u>
President	0'
vame of General Partner if a corporation or	0,5
other entity, USS Development, Inc.	State New York 7 Code 10022
Signature Mala	Number/Street 919 Third Avenue
Type or print name and title Mark H. Sayers,	City/town New York
President	
Name of General Partner if a corporation or	
other entity Lauren Real Estate Company	State New York Zip Code 10022

FORMS OF PAYMENT:

be used on conformed copies.)

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 357, Howlett Building
Springfield, Illinois 62756
Telephone: (217) 785-8960

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

KENOSHA ASSOCIATES

4(a):

行行不敢為外外門

The following are admitted with a contribution of 1% each as new general partners to the partnership:

Paramount Louisiana Realty Corp. 919 Third Avenue New York, New York 10022

Lauren Real Estate Company 919 Third Avenue New York, New York 10022

The following is admitted with a contribution of 2% as a new general partner to the partnership:

Kis, Inc. 35 W. Wacker Dr., Suite 3240 Chicago, Illinois 60601

4(b):

The following are withdrawing as general partners of the partnership:

Theodore R. Sayers Mark H. Sayers Herbert S. Saywitz

5:

Signature

Theodore R. Sayers

919 Third Ave. New York, NY 10022

Signature

Mark H. Sayers

919 Third Ave., 18th Floor

New York, NY ¥0022

Signature

dibert S. Saywit

35 W. Wacker Dr., Suite 3240 Chicago, Illinois 60601

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P-69701

The Clark's Office Street

Property of Cook County Clark's Office

37134870

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

KHS, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is DECEMBER 26, 1996.

97134870

Ox Coop Co I further certify that said corporation has not yet completed its initial report year and, accordingly, has not filed an annual report under sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes; and that said corporation has not filed articles of dissolution.

> IN TESTIMONY WHEREON, I have hereunto set my hand and aftixed the official seal of the Department JANUARY 10, 1997.

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Richard/L. Dean, Secretary Department of Financial Institutions

BY: N. Shripe

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Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

