

Filing Fee \$25

SUBMIT IN DUPLICATE!

5007561 SUSTL 01/09/98
25.00 JJ 0000116310 FILED

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 APPLICATION FOR ADMISSION
(foreign limited partnership)

1. Limited partnership's name: Elgin Lodging Partners Limited Partnership
2. File number assigned by the Secretary of State: S007561
3. Federal Employer Identification Number (F.E.I.N.): 39-1765642
4. Admitting name or assumed name, if any, under which the limited partnership is transacting business in Illinois:
N/A
5. The application for admission to transact business is amended as follows:
(Check all applicable changes)
(Address changes - P.O. Box alone and c/o are unacceptable)
 - 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 902 of the Act are kept (give new address, including county, below).
 - e) Change in the general partner's name and/or business address (give name and new address below).
 - f) Change in limited partnership's name (give new name below).
 - g) Change in date of dissolution (give new date below).
 - h) Other (give information below).

CLP-10.4



(over)
Motts, Mac Donald, Widder & Paradise
Attorneys At Law
80 W. Carroll St.
Madison, Wisconsin 53703

683-3

The new general partner is: Elgin Lodging Investors L.L.C.
7700 Mineral Point Road, Suite 100
Madison, WI 53717

The withdrawing general partners are:

- (1) C.J. Raymond
7700 Mineral Point Road
Suite 100
Madison, WI 53717
- (2) Raymond Management Company, Inc.
7700 Mineral Point Road
Suite 100
Madison, WI 53717

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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.

6. NAME(S) (AND BUSINESS ADDRESS(ES)) OF GENERAL PARTNER(S) See above

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

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

SIGNATURE AND NAME
Signature [Signature]

Type or print name and title C.J. Raymond,
withdrawing General Partner

Name of General Partner if a corporation or
other entity N/A

Signature [Signature]

Type or print name and title C.J. Raymond,
President of Withdrawing General Partner

Name of General Partner if a corporation or
other entity Raymond Management Company, Inc.

Signature [Signature]

Type or print name and title C.J. Raymond,
Managing Member of New General Partner

Name of General Partner if a corporation or
other entity Elgin Lodging Investors L.L.C.

BUSINESS ADDRESS
Street 7700 Mineral Point Road, Suite 100

City/town Madison

State Wisconsin Zip Code 53717

Street 7700 Mineral Point Road, Suite 100

City/town Madison

State Wisconsin Zip Code 53717

Street 7700 Mineral Point Road, Suite 100

City/town Madison

State Wisconsin Zip Code 53717

(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."

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

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