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Filing Fee \$75

SUBMIT IN DUPLICATE!

File # C010328

Assigned by
Secretary of State

99110352

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1999-02-02 15:59:19
Cook County Recorder 27.50

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75.00 ID 0000030086 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 LIMITED PARTNERSHIP
(Illinois limited partnership)

1. Limited partnership's name: Hollow Trees II, L.P.

2. The address, including county, of the office at which the records required by Section 104 are to be kept is: (P.O. Box alone and c/o are unacceptable) 666 Dundee Road, Suite 1104, Northbrook, Illinois 60062
Cook Co

3. Federal Employer Identification Number (F.E.I.N.): Applied for

4. 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:	Thomas	Thorne-Thomsen
	First name	Middle name Last name
Registered Office:	322 S. Green St.	412
(P.O. Box alone and c/o are unacceptable)	Number	Street Suite #
	Chicago	Cook Illinois 60607
	City	County Zip Code

6. The limited partnership's purpose(s) is: To acquire, improve, develop, lease, operate, finance and manage real property.

IRS Business Code Number is: 6552

7. Dissolution date is: Perpetual or 12/31/2039
(month, day, year)

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8. The total aggregate dollar amount of cash, property and services contributed by all partners is
\$ 100.00

9. A brief statement of the partners' membership termination and distribution rights:
See Exhibit "A" attached hereto and made a part hereof.

NAME(S) & BUSINESS ADDRESS(ES) OF 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 De Bort ^{SBK}
SIGNATURE AND NAME
Type or print name and title David Bort ^{SBK}
President ^{SBK}
Name of General Partner if a corporation or other entity IBR Development L.L.C. ^{SBK}
Signature see attached ^{SBK}
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 _____
Signature _____
Type or print name and title _____
Name of General Partner if a corporation or other entity _____

BUSINESS ADDRESS
Number/Street 666 Dundee Road, Suite 1104
City/town Northbrook, Illinois 60062
State _____ Zip Code _____
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
Telephone: (217) 785-8960

DO NOT SEND CASH!

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SIGNATURE PAGE

HOLLOW TREE II, L.P., an Illinois limited partnership

By: IBR Development, L.L.C., an Illinois limited liability company, general partner

By: Brinshore Development, L.L.C., an Illinois limited liability company, member

By: Brint Development, Inc., an Illinois corporation, member

By: 

David Brint, President

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EXHIBIT A

ATTACHMENT TO CERTIFICATE OF LIMITED PARTNERSHIP HOLLOW TREE II, L.P.

9. The Partnership terminates upon the first to occur of December 31, 2039, the sale of all or substantially all of the property, agreement by all of the Partners to terminate, departure of the last general partner without substitution, or the happening of any event which makes it unlawful, impossible or impractical to carry on the business of the Partnership.

A limited partner may not transfer his interest or any portion of his interest in the Partnership without the written consent of all partners. A general partner may not withdraw from the Partnership, or transfer all or any portion of its interest in the Partnership as general partner without the written consent of all partners.

Upon the termination of the Partnership, all partners are entitled to receive distributions in accordance with their capital accounts.

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