

AMENDMENT OF CERTIFICATE OF LIMITED PARTNERSHIP

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SUN VALLEY ATHLETIC CLUB ASSOCIATES, a limited partnership existing under the laws of the State of Idaho, pursuant to the provisions of Idaho Code 53-201 through 53-267, hereby amends its Certificate of Limited Partnership filed for record with the Secretary of State on November 24, 1986, as follows:

Paragraph 5. Limited Partners of the Certificate of Limited Partnership is hereby amended by the addition of a new limited partner whose name and address is: Revocable Blind Trust Dated 1/31/80 (herein "RBT"), 625 West Madison, Suite 300, Chicago, Illinois 60606 and the deletion of Capital Associates Development Corp., 1122 North LaSalle Drive, Chicago, Illinois 60610.

Paragraph 10. Profit Shares of Each Limited Partner of the Certificate of Limited Partnership is hereby amended to read as follows: Paragraph 10. Profit Shares of Each Limited Partner. The share of the profits or other compensation by way of income which each limited partner shall receive by reason of his or its contribution is:

Liberty Development Company	1%
J. T. Ventures	50%
Revocable Blind Trust Dated 1/31/80	5%
Howard Ecker	10%
Peter Fox	9%
Charles Reeder	10%
Thomas Ward	10%
Marshall Bennett Estate Trust	5%.

All other provisions of the Certificate of Limited Partnership not in conflict herewith are ratified and confirmed.

In accordance with Idaho Code 53-211, this Certificate Amendment is signed by the general partner of the limited partnership and the new partner, RBT.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment on March 15, 1988.

LIBERTY DEVELOPMENT COMPANY

By: *Thomas B. Rosenberg*

Its: President

REVOCABLE BLIND TRUST DATED
1/31/80

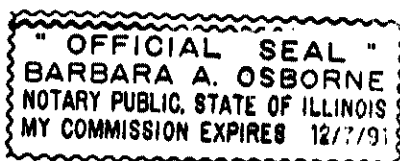
By: *Michael C. Ellison*

Its: Trustee

STATE OF IL)
County of Cook) ss.:

On this 15th day of March, 1988, before me, the undersigned, a Notary Public in and for said State, personally appeared Thomas B. Rosenberg, known to me to be the President of LIBERTY DEVELOPMENT COMPANY, and known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same on behalf of said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Barbara A. Osborne
NOTARY PUBLIC

STATE OF Illinois)
) ss.:
County of Cook)

On this 12th day of April, 1988, before me, the undersigned, a Notary Public in and for said State, personally appeared Michael C. Colleran, known to me to be the Trustee of REVOCABLE BLIND TRUST DATED 1/31/80, and known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same on behalf of said Trust.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



NOTARY PUBLIC

MY COMMISSION EXPIRES 6-6-88