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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

NOV 24 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LINCOLNSHIRE ASSOCIATES II, LTD.

(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to:

VANESSA N. COHN

(Contact Person)

ARNSTEIN & LEHR LLP

(Firm/Company)

302 KNIGHTS RUN AVE., SUITE 1100

(Address)

TAMPA, FL 33602

(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

VANESSA N. COHN

(Name of Contact Person)

at (813) 254-1400

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input checked="" type="checkbox"/> \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)	<input type="checkbox"/> \$1,008.75 Filing Fees and Certificate of Status	<input type="checkbox"/> \$1,052.50 Filing Fees and Certified Copy	<input type="checkbox"/> \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status
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STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 14, 2009

VANESSA N. COHN
ARNSTEIN & LEHR LLP
302 KNIGHTS RUN AVE., SUITE 1100
TAMPA, FL 33602

SUBJECT: LINCOLNSHIRE ASSOCIATES II, LTD.
Ref. Number: W09000041039

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for LINCOLNSHIRE ASSOCIATES II, LTD. and your check(s) totaling \$1000.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 109A00030221

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA**

1. LINCOLNSHIRE ASSOCIATES II, LTD.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., I.P., or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

(If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.)

2. TEXAS

(State or Country of Formation)

3. December 10, 1996

(Date of Formation)

4. VANESSA N. COHN

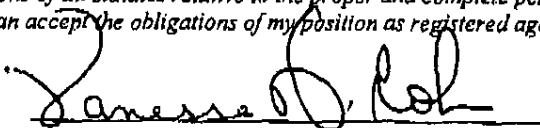
(Name of Registered Agent for Service of Process)

5. 302 KNIGHTS RUN AVE., SUITE 1100

(Florida street address for Registered Agent)

TAMPA, FL 33602

6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.



Signature of Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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7. 555 SKOKIE BLVD., SUITE 555, ATTN: DAVID M. ROTENBERG

(Principal office address)

NORTHBROOK, IL 60062

8. If limited partnership is a limited liability limited partnership, check box ☒

9. ATTN: DAVID M. ROTENBERG, 505 SKOKIE BLVD., SUITE 555

(Mailing address)

NORTHBROOK, IL 60062

10. Name, principal office address, and mailing address of each general partner:

DDC 2009 IRREVOCABLE TRUST

(Name)

c/o David D. Colburn, Trustee

(Street Address)

505 Skokie Blvd., Suite 555

Northbrook, IL 60062

(Mailing Address)

409 000176425

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

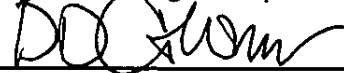
11. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 20th day of March, 20 09

Signature of a general partner:



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TALLAHASSEE, FLORIDA

Filing Fees:	\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

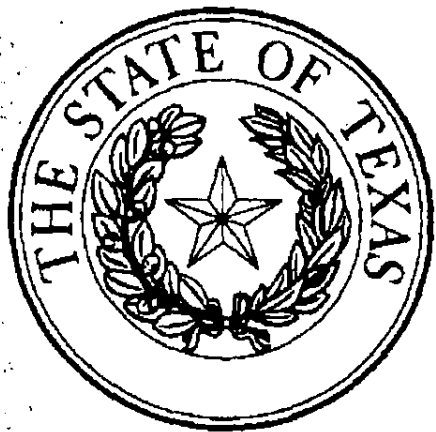
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate Of Limited Partnership for LINCOLNSHIRE ASSOCIATES II, LTD. (file number 7463410), a Domestic Limited Partnership (LP), was filed in this office on May 26, 1994.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on October 15, 2009.



A handwritten signature in cursive script, reading "Hope Andrade".

Hope Andrade
Secretary of State