

Susan K. Nelson
Assistant Vice President
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B95000000242

Heitman Capital Management Corporation

March 5, 1999

VIA FEDERAL EXPRESS

Division of Corporations
Attn: Registration Section
P.O. box 6327
Tallahassee, Florida 32314-6327

Re: The Falls Partners Limited L.P., Ltd.
Ref. # B95000000242

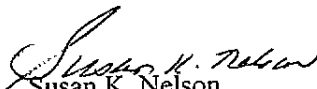
59 MAR -8 PM 2:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dear Sir/Madam:

Enclosed is the 1999 Limited Partnership Annual Report for the referenced partnership along with check no. 1078 in the amount of \$526.25 as payment of the applicable filing fees. Also enclosed is the Certificate of Amendment to the Application for Registration for the referenced partnership along with check no. 1044 in the amount of \$52.50 as payment of that filing fee.

If you have any questions regarding this filing, please call me. Thanks for your help.

Sincerely,


Susan K. Nelson
Assistant Vice President

SKN/skn

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Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
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W. P. Verifier	

FF \$52.50



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 5, 1999

THE FALLS PARTNERS LIMITED L.P., LTD.
C/O HEITMAN/JMB ADVISORY CORPORATION
180 NORTH LASALLE STREET
CHICAGO, IL 60601

SUBJECT: THE FALLS PARTNERS LIMITED L.P., LTD.
Ref. Number: B95000000242

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

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 partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

If we have had no written response within 60 days of this letter, we will consider your document abandoned.

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

The Falls Partners Limited L.P., Ltd.

(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

SUBPOST, Inc. withdrew as a general partner as of 3/24/98 and
SUB-BRITEL, Inc. withdrew as a general partner as of 3/24/98.

The Falls Mall L.L.C.
general partner

By: HRC LLC (successor by merger to HRC-LLC, Inc.)
Manager _____

(Signature of a General Partner)

Howard J. Edelman, Vice President

(Typed or printed name of General Partner signing above)

SECRETARY OF STATE
DIVISION OF INFORMATION

99 MAR -8 PM 2:01

STATE OF Illinois

COUNTY OF Cook

On this 3rd day of March, 19 99, Howard J. Edelman personally
appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

"OFFICIAL SEAL"

Susan K. Nelson

Notary Public, State of Illinois

My Commission Expires Aug. 25, 2002

Susan K. Nelson
(Notary Public Signature)

Susan K. Nelson

(Notary's Printed Name)

Seal

My Commission Expires: 8/25/02