

* 1001. NOUNSINONK *

3007302.0180
7/19/00

RECEIVED
MAY 30 2000
S.D. SEC. OF STATE
D-11122

Filed this 24th day of July 2000

**SUTTON PLACE LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP**

Joyce
Secretary

~~SECRETARY ON STATE~~ undersigned general partners for the purpose of forming a limited partnership under the South Dakota Uniform Limited Partnership Act, hereby certify as follows:

1. **Name.** The name of the limited partnership is Sutton Place Limited Partnership, a South Dakota limited partnership.

2. **Office.** The address of the office of the limited partnership at which the official records of the limited partnership shall be kept is 320 North Main Avenue, Sioux Falls, South Dakota 57104. The limited partnership may maintain offices at such other places as the general partner deems necessary.

3. **Agent.** The name and address of the agent for service of process for the limited partnership is Thomas Costello III, 320 North Main Avenue, Sioux Falls, South Dakota 57104.

4. **General Partners.** The name and business address of the general partner of the limited partnership is:

<u>Name</u>	<u>Address</u>
Costello Investments, L.L.C.	320 North Main Avenue Sioux Falls, SD 57104

5. **Dissolution.** The latest date upon which the limited partnership is to dissolve is December 31, 2049.

6. **Continuation of Limited Partnership Upon Dissolution of General Partner.** Upon dissolution or adjudication of bankruptcy of the sole remaining general partner, the limited partnership shall be dissolved unless the limited partners owning a majority of the outstanding partnership interests consent within a period of three months

006730 2.0180

Receipt Number: 98618

File Number: DP001182

CERT LTD PRT

For

SUTTON PLACE LIMITED PARTNERSHIP

Filed at the request of:

DOUGHERTY & DOUGHERTY
TIMOTHY J DOUGHERTY
BOX 1004
SIOUX FALLS SD 57101

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Tuesday, May 30, 2000**


Secretary of State

Fee Received: \$90