

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
08/18/95

05235-1171 CHARTER NUMBER: 914326
ROLL AND FRAME: 5235-1171

CORPORATION:

DOCUMENT NUMBER

CODE

FEE

EQUITY MT. VERNON ASSOCIATES L.P.

95081626011

CLP

NO FEE

016992

RETURN TO: KOHRMAN, JACKSON & KRANTZ
ATTN P VARGYAS
ONE CLEVELAND CTR 20TH FL
CLEVELAND OH 44114

TOTAL :

0294

05235-1172



The State of Ohio

Bob Taft

Secretary of State

914326

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: CLP

of:

EQUITY MT. VERNON ASSOCIATES L.P.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5235 at Frame 1173 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 10TH day of AUG .

A.D. 19 95 .



Bob Taft

Bob Taft
Secretary of State



Prescribed by
 Bob Taft, Secretary of State
 30 East Broad Street, 14th Floor
 Columbus, Ohio 43266-0418
 Form CLP (July 1994)

05235-1173

Approved 8-10-95
 Date 8-10-95
 Fee \$86.00

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership in accordance with Ohio Revised Code Chapter 1782, do hereby certify as follows:

1. The name of the limited partnership shall be _____
 (See instruction #1 regarding name)
EQUITY MT. VERNON ASSOCIATES L.P.
2. The address of the principal place of business of the partnership shall be:
23200 Chagrin Blvd. #102
 (street and number)

<u>Beachwood</u>	<u>Ohio</u>	<u>44122</u>
(city, village or township)	(state)	(zip code)
3. The name and address of the limited partnership's agent for service of process in Ohio is:

<u>1600 CNB Corp.</u>	<u>1375 East 9th Street, 20th Floor</u>
(name of agent)	(street and number)

<u>Cleveland</u>	<u>Ohio</u>	<u>44114</u>
(city, village or township)		(zip code)
4. The name and business or residence address of each GENERAL PARTNER is:

Name	Address
<u>Ned S. Weingart</u>	<u>23200 Chagrin Blvd. #102</u>
	<u>Beachwood, Ohio 44122</u>
_____	_____
_____	_____
_____	_____
_____	_____

(If insufficient space to cover this item, please attach additional sheet)

05235-1174

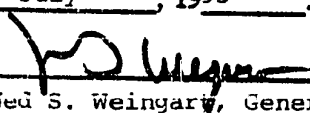
5. The undersigned hereby certify that this limited partnership has been in existence since November 1, 1973, and that this certificate is being filed solely to
(date of filing with county recorder's office)
comply with Ohio Revised Code Section 1782.63(A)(1).

The foregoing item 5 is to be completed, and is applicable ONLY IF the subject limited partnership was in existence prior to July 1, 1994. If not applicable, please insert "N/A" in the blank-designated for the pre-existing date.

6. Other provisions (optional):

(If insufficient space for additional provisions, please attach a separate sheet)

IN WITNESS WHEREOF, the undersigned have caused this Certificate to be executed this
27th day of July, 1995.



Ned S. Weingart, General Partner

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. Pursuant to ORC 1782.02, the name of the limited partnership must include the words "Limited Partnership", "L.P.", "Limited", or "Ltd.", and shall NOT contain the name of a limited partner unless either of the following are true:
 - a. It is also the name of a general partner;
 - b. the business of the limited partnership had been carried on under that name before the admission of that limited partner.
2. Pursuant to ORC 1782.01(H), a limited partnership must be created by a minimum of two persons. The certificate must be signed by all General Partners.
3. If this certificate of limited partnership is being filed solely to comply with the provisions of Ohio Revised Code Section 1782.63(A)(1), then no filing fee is required.

[Ohio Revised Code Section 1782.08]