

File Number 5563-173-5



State of Illinois  
Office of  
The Secretary of State

56-16

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF GEOTRACK, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 16TH day of MARCH A.D. 2001 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

BOX 170

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1832

**FILED**

MAR 16 2001

JESSE WHITE  
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State

Date 3-16-01

Franchise Tax \$  
Filing Fee\* \$25.00  
Penalty \$

Approved: [Signature]

Remit payment in check or money  
order, payable to "Secretary of State."  
The filing fee for restated articles of  
amendment - \$100.00  
<http://www.sos.state.il.us>

1. CORPORATE NAME: GEOTRACK, INC. (Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on January 29,  
2001 in the manner indicated below. ("X" one box only) (Month & Day)

- (Year)  
By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4&5)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

(NEW NAME)

All changes other than name, include on page 2  
(over)

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Text of Amendment

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

Article Three of the Articles of Incorporation of this corporation is hereby amended to read as follows:

The purposes for which the corporation is organized are to:

- (1) Conduct subsurface utility engineering (locating and mapping of subsurface utilities);
- (2) To practice professional engineering provided that the managing agent in charge of the engineering activities in this State is a registered professional engineer, licensed pursuant to the Illinois Professional Engineering Act;
- (3) To practice land surveying as a registered land surveyor provided that a majority of its officers are registered land surveyors and provided that all surveying by the corporation must be done under the direction and supervision of an officer of the corporation who holds a Certificate of Registration as a registered land surveyor;
- (4) Design and develop geographic information systems;
- (5) Perform data management;
- (6) Perform mapping; and
- (7) To transact any or all lawful business for which Corporations can be incorporated under the Illinois Business Corporation Act.

Deputy Cook County Clerk's Office

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4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or affected by this amendment, is as follows: (if not applicable, insert "No change")

No change.

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (if not applicable, insert "No change")

No change.

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (if not applicable, insert "No change")

No change.

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Before Amendment      After Amendment

Paid-in Capital      \$ \_\_\_\_\_      \$ \_\_\_\_\_

(Complete either Item 6 or 7 below. All signatures must be in BLACK INK.)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

GEOTRACK, INC.

Dated January 29, 2001 (Month & Day) (Year) \_\_\_\_\_ (Exact Name of Corporation at date of execution)

attested by [Signature] or [Signature]  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Gail S. Tan, Secretary      Jonathan L. Tan, President  
(Type or Print Name and Title) (Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
(Month & Day) (Year)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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