### UNOFFICIAL COMPOSO8746

3560/0090 33 001 Page 1 of 10 2002-05-03 13:35:13 Cook County Recorder 39.50

File Number 6040-744-4

C-212.3

0020508746

# State of Illinois Office of The Secretary of State The Protection of The Secretary of State The Secretary of State The Secretary of State The Protection of The Secretary of State The Secret

INCORPORATION OF WINDY CITY FIRE PROTECTION, 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.

OUNT

affixed the Great Seal of the State of Illinois, at the City of Springfield, this

day of MARCH A.D. 1999 and of the Independence of the United States the two hundred and 23RD

Desse White

Secretary of State

# UNOFFICIAL GORY 46

PAID

MAR 23 1908

BCA-2.10 | ARTICLES OF INCORPORATION

JESSE POWHITE THE PROPERTY OF THE PARTY OF TH

Secretary of State Department of Business Services Springfield, IL 62756

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A's check or money order, payable to "Secretary of State."

FILED

MAR 23 1999

JESSE WHITE SECRETARY OF STATE SUBMIT IN DUPLICATE!

This space for use by Secretary of State

Franchise Tax \$ 75,00 Filing Fee

Approved:

Windy City Fire Protection, CORPORATE NAME:.

(The corporate name must contain me word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent: Mair First Name

City

Middle Initial

<u> Hellner</u> Last name

Initial Registered Office:

53 W. ນັວວະson Blvd. Number

Street

224

Chicago

60604 Zip Code

Suite # Cook County

Purpose or purposes for which the corporation is organized: 3. (If not sufficient space to cover this point, add one or more sheets of this 21-2.)

Installation of fire sprinkler systems

Clarts Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Raceived Therefor
<u>A</u> :	\$ 1.00	10.000	1.000	\$1,000
R	1.00	10.000	1.000	\$1.000

42000

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: 2/16

(If not sufficient space to cover this point, add one or more sheets of this size.)

purchased, voting shares

shares issued to employees based upon performance but 12-16 3-22 999 will have no voting rights and may be subject to the corporation's

right of redemption

6040-744-4

(over)

5. OPTIONAL: (a) Number of directors constituting the initial board of directors of the corporation: (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify: Residential Address Name 6. OPTIONAL: (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: OTHER PROVISIONS 7. OPTIONAL: Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.q., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc. NAME(S) & APPRESS(ES) OF INCORPORATOR(S) 8. The undersigned incorporator(s) hereby declara(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. Dated dnature and Name Address Jackson Blvd., Street Mark Hellner 60604 Chicago, (Type or Print Name) City/Town State Zio Code Signature Street City/Town (Type or Print Name) Zip Code Signature Street State (Type or Print Name) (Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.) NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be stown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary. FEE SCHEDULE The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 por \$1,000) on the paid-in capital represented in this state, with a minimum of \$25. The filing fee is \$75. The minimum total due (franchise tax + filing fee) is \$100. (Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667) The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

Springfield, IL 62756

Telephone (217) 782-9522

782-9523

Illinois Secretary of State

Department of Business Services

0020508746

File Number 6040-744-4

# State of Allinois Office of The Secretary of State

MICEOR ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

WINDY CIT (FIRE PROTECTION, INC.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRITARY 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  $_{318T}$  day of  $_{MARCH}$  A.D.  $_{2000}$  and of the Independence of the United States the two hundred and  $_{24TH}$  .

Desse White

Secretary of State

C-212.3

Form **BCA-10.30** 

ARTICLES OF AMENDMENT

File # 6040 - 744-4

(Rev. Jan. 1999)

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

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

FILED

MAR 3 1 2000

JESSE WHITE SECRETARY OF STATE SUBMIT IN DUPLICATE

This space for use by Secretary of State

Date 3-31-00

Franchise Tax

Filing Fee\* Penalty

\$25.00 \$

Approved:23

			, ~U
1.	COF	RPORATE NAME: Windy City Fire Protection, Inc.	APP INOTAL 200
			(10.00.13 200)
2.	MAN	INER OF ADOPTION OF AMENDMENT:	
		The following amendment of the Articles of Incorporation was adopted on	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
		2000 in the manner indicated below. ( "X" one box only)	,
		(Year) By a majority of the incorporator, provided no directors were named in the articles of incorporation a	nd no directors
			,
		have been elected;	(Note 2)
	<u>.</u>	By a majority of the board of directors, in accordance with Section 10.10, the corporation having iss	sued 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 by	out shareholder
		action not being required for the adoption of the anxioument;	(Note 3)
	X	By the shareholders, in accordance with Section 10.20, a resolution of the board of directors had adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimuotes required by statute and by the articles of incorporation were voied in favor of the amendment	num number of i <b>nt;</b>
			(Note 4)
		By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of director duly adopted and submitted to the shareholders. A consent in writing has board signed by shareholders than the minimum number of votes required by statute and by the articles of incorporation. Shareholders not consented in writing have been given notice in accordance with Section 7.10;	areholders who
		By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of director duly adopted and submitted to the shareholders. A consent in writing has been signed by all the	(Notes 4 & 5) ors having been e shareholders
		entitled to vote on this amendment.	(Note 5)
3.	TEX	T OF AMENDMENT:	
	a.	When amendment effects a name change, insert the new corporate name below. Use Page amendments.	2 for all other
		Article I: The name of the corporation is:	
<del></del>		(NEW NAME)	

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

UNOFFICIAL COPY Text of Amendment 0020508746

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.)

The corporation voted for the Elmination of Class B shares.

Property of Cook County Clark's Office

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!			-	·	
Ċ	capital (Paid-in o	capital replaces th	Article 3b, in which said e terms Stated Capital licable, insert "No char	i amendment effects a char I and Paid-in Surplus and is nge")	nge in the amount of paids s equal to the total of the
:	No change	27. · · · · · · · · · · · · · · · · · · ·	<del>-</del>		
1	(b) The amount of to the total of the	of paid-in capital (Pesse accounts) as c	aid-in Capital replaces t hanged by this amendr	the terms Stated Capital and nent is as follows: (If not app	Paid-in Surplus and is ed olicable, insert "No chang
	. 7	20	•;		
		4	-	Before Amendment	After Amendment
		0.5	Paid-in Capital	\$40,00 <del>0</del>	\$ 10,00 <del>0 -</del>
					•
	(Com	nplete either Item	6 or 7 below. All sign	atures must be in <u>BLAC</u> K	(INK.)
The u	ndersigned corp	oration has caused	0/	gned by its duly authorized of	
The under	ndersigned corp penalties of pe	oration has caused	d this star ment to be sign stated here in a re true	gned by its duly authorized of 	ficers, each of whom affir
under Dated	ndersigned corp penalties of pe Mar	oration has caused rjury, that the facts	d this state ment to be sign s stated here in a le true	gned by its duly authorized of 	ificers, each of whom affir
under Dated	ndersigned corp penalties of pe  Mar  ed by	oration has caused rjury, that the facts cch 3 ohthes Day of Secretary or A	this state ment to be sign as stated here in a le true  7. 2000 (Year) (Salant Secretary)	windy City Fire  (Exact Name of Corpo	Protection, Increase at the second of the se
under Dated attest	ndersigned corp r penalties of pe Mar ed by (Signature Mark	oration has caused rjury, that the facts sch 3 Johth & Day e of Secretary or A Hellner, As Type or Print Name	this state ment to be sign as stated here in a re true  7. 2000 (Year) (Ssistant Secretary) (Sst. Sec! yeard Title)	windy City Fire  (Exact Name of Corpo  (Signature of President)	Protection, Incardion at date of execution at date of execution at Vice President)  Name and Title)
Dated attest	ndersigned corp r penalties of pe Mar ed by (Signature Mark	oration has caused rjury, that the facts and the facts are	this state ment to be sign as stated here in a re true  7. 2000 (Year) (Ssistant Secretary) (Sst. Sec! yeard Title)	windy City Fire (Exact Name of Corpo	Protection, Incardion at date of execution at date of execution at Vice President)  Name and Title)
Dated attest	ndersigned corporate penalties of penalties	oration has caused rjury, that the facts and the facts are	this state ment to be sign as stated here in a re true  7. 2000 (Year) (Ssistant Secretary) (Sst. Sec! yeard Title)	windy City Fire  (Exact Name of Corpo  (Signature of President)	Protection, Incardion at date of execution at date of execution at Vice President)  Name and Title)
Dated attest	ndersigned corp penalties of pe  Mar ed by	oration has caused rjury, that the facts such 3 for the Secretary or A Hellner, As Type or Print Name orized pursuant to secretary by the direct orized by the direct original orized by the direct original orized by the direct original	this state ment to be sign as stated here in a re true  7. 2000 (Year)  Assistant Secretary)  Set Sec Y e and Title)  OR  ctors pursuant to Section	windy City Fire  (Exact Name of Corpo  (Signature of President)	Protection, Increased at the Protection of Increased at the Increased at the Increased at the Increase and Title)  The Increase and Title are must sign below, and the Increase are must sign below, and the Increase are majority of the Increase are m
Under Dated attest  If ame or prin	ndersigned corp repenalties of pe  Mar  (Signature  Mark  endment is authors and title endment is authors or such dire	oration has caused rjury, that the facts ch 3 onthis Day of Secretary or A Hellner, As Type or Print Name orized pursuant to be. orized by the direct or as may be directors as may be directors.	this state ment to be sign as stated here in a re true  , 2000 (Year)  Assistant Secretary)  ast Sec y e and Title)  Section 10.10 by the incomes pursuant to Section esignated by the board	windy City Fire  (Exact Name of Corpo  (Signature of President)  (Type or Printed)  on 10.10 and there are no of	Protection, Increase and title, ifficers, each of whom affire Protection, Increase at the protection at date of execution at date of each of the execution at date of execu
Under Dated attest  If ame or prin	ndersigned corp penalties of pe  Mar ed by	oration has caused rjury, that the facts ch 3 onthis Day of Secretary or A Hellner, As Type or Print Name orized pursuant to be. orized by the direct or as may be directors as may be directors.	this state ment to be sign as stated here in a re true  , 2000 (Year)  Assistant Secretary)  ast Sec y e and Title)  Section 10.10 by the incomes pursuant to Section esignated by the board	Windy City Fire  (Exact Name of Corpo  (Signature of President)  (Type or Print)  corporators, the incorporators, must sign below, and type	Protection, Increase and title, ifficers, each of whom affire Protection, Increase at the protection at date of execution at date of each of the execution at date of execu

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected.
- NOTE 3: Directors may adopt amendments without shareholder approval in only seven instances, as follows:
  - (a) to remove the names and addresses of directors named in the articles of incorporation;
  - (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
  - (c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
  - (d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
  - (e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the alabieviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geogram at all attribution to the name;
  - (f) to reduce 1.9 authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
  - (g) to restate the articles of incorporation as currently amended.

(§ 10.15)

OFFICE

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment 2 nd (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting *(either annual or special)* or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vr.e equirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shales entitled to vote and not less than a majority within each class when class voting applies.

(§ 10.20)

NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, chareholders who have not signed the consent must be promptly notified of the passage of the amendment.

(§§ 7.10 & 10.20)

Page 4\_

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File #	+6040-744-4					·	
	BCA-5.10						
Jess Seci Dep	(Rev. Jan. 1993) se White retary of State partment of Business Servic seingfield, IL 62756				SUBMIT	IN DUPLICATE	
	ephone (217) 782-3647 ://www.sos.state.il.us		L. D		This sp Secre	pace for use by etary of State	
OF I	STATEMENT OF CHANGE REGISTERED AGE	NT JESS	SE WH	TE	Filing Fee	\$5	
AN	ID/OR REGISTERE OFFICE	Туре с	ARY OF	ink only.	Remit payment payable to "Sec	in check or money o retary of State."	rder,
1. (	CORPORATE NAME: _W				0/4/5		····
2.	STATE OR COUNTRY OF	INCORPORAT	ION: Cook			<u>O</u> ,	, 
3.	Name and address of the roof the Secretary of State (£	before change):	and registere	ed office as	they appear o	n the records of th	e office
	Registered Agent A	104 Wilmot Ro	ad, Suite 35	iddle Name	(4.0.0. Severale	Last Name	1
	J	Number Deerfield, 1L 60 City		Suite No.	(A P.O. Box alo.	ne is not acceptable County	
4.	Name and address of the r		and registere	ed office sh	all be (after all	changes herein re	ported):
	Registered Agent !	riisi Name		liddle Name		Last Name	X
	Registered Office	Number	Street	Suite No.	(A P.O. Box alc	ne is not acceptable	
	<u> </u>	Evanston, IL 6 City	0201 Cook	ZIP Code		County	<u>x one</u>

0020568746

5.	The address of the registered office and the address of the busines will be identical.	ss office of the registered agent, as changed,
6.	The above change was authorized by: ("X" one box only)	
	a.   By resolution duly adopted by the board of directors.	(Note 5)
	b.   By action of the registered agent.	(Note 6)
	0,	
NO.	TE: When the registered agent changes, the signatures of both	
7.	(If authorized by the board of directors, sign here. See Note 5)	
	The undersigned corporation has caused this statement to be sion affirms, under penalties of perjury, that the facts stated herein	igned by its duly authorized officers, each of
WIC	om amirms, under penalities of perjuty, that the facts stated herein	rate true.
Dat		
	(Month & Day) (Year)	(Exact Name of Corporation)
atte	sted by by (Signature of Secretary or Assistant Secretary) (Sig	gnature of President or Vice President)
	(Type or Print Name and Title)	(Type or Print Name and Title)
Dat	The undersigned, under penalties of perjury, affirms that the factor of	gnar re of Registered Agent of Record)
	NOTES	7
1.	The registered office may, but need not be the same as the prin registered office and the office address of the registered agent	ncipal office of the comoration. However, the must be the same
2.	The registered office must include a street or road address; a po	est office box number alche is not acceptable.
3.	A corporation cannot act as its own: registered agent. Fig. 10	-0
4.	If the registered office is changed from one county to another, the of deeds of the new county, a certified copy of the articles of incomof change of registered office. Such certified copies may be obtained.	nen the corporation must file with the recorder reporation and a certified copy of the statement of tained ONLY from the Secretary of State.
5.	Any change of registered agent must be by resolution adopted then be signed by the president (or vice-president) and by the	secretary (or an assistant secretary).
6.	The registered agent may report a change of the registered or registered agent. When the agent reports such a change, this agent.	ffice of the corporation for which he or she is statement must be signed by the registered
	, <u>managh</u> ar - '-	
		.1

MARICHERUNER 120 WEST MAMSON SVITE 400 CHICAGO, IL GOLDZ Of Coot County Clert's Office

0020508746

correct copy, consisting of Ten pages as taken from the original on file in this office.

Desse White

JESSE WHITE SECRETARY OF STATE

DATED/March 05, 2002

