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0020674523

Form **BCA-10.30**

ARTICLES OF AMENDMENT

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(Rev. Jan. 1999)

2002-06-17 11:12:54
Cook County Recorder

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

SUBMIT IN DUPLICATE

FILED

MAY 01 2002

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 05/01/02

Franchise Tax \$

Filing Fee* \$25.00

Penalty \$

Approved: *J.E. [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: GRACE CONTRACTING & DESIGN, INC.



0020674523

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on February 27,
(Month & Day)

2002 in the manner indicated below. ("X" one box only)
(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)

Box 378 TK

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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.)*

See attachment.

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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 effected 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

	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.

Dated February 27, 2002
(Month & Day) (Year)

Grace Contracting & Design, Inc.
(Exact Name of Corporation at date of execution)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)
Jody L. Bennett, Secretary
(Type or Print Name and Title)

by [Signature]
(Signature of President or Vice President)
Jody I. Bennett, President
(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)

ATTACHMENT TO
ARTICLES OF AMENDMENT OF
GRACE CONTRACTING & DESIGN, INC.

3b. Text of Amendments:

(i) Article 3 of the above corporation's Articles of Incorporation (the "Articles of Incorporation") is hereby amended to read as follows:

"3. Purpose or purposes for which the corporation is organized:

The transaction of any or all lawful business for which corporations may be incorporated under the Illinois Business Corporation Act of 1983, as amended."

(ii) Article 4, Paragraph 1 of the Articles of Incorporation is hereby amended to provide that the Number of Shares Authorized is 500,000.

(iii) Article 7 of the Articles of Incorporation is hereby amended to include the following provisions:

"To the extent permitted by Illinois law, a director shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this provision shall not eliminate or limit the liability of a director:

- (i) for any breach of the director's duty of loyalty to the corporation or its shareholders,
- (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law,
- (iii) under Section 8.65 of the Business Corporation Act of 1983, or
- (iv) for any transaction from which the director derived an improper personal benefit."