

UNOFFICIAL COPY

0030241471

Form **BCA-2.10** ARTICLES OF INCORPORATION 5320 0038 16 001 Page 1 of 2
 2003-02510-80546 14
 Cook County Recorder 26.50

(Rev. Jan. 1999)

This space for use by Secretary of State

FILED
 DEC 23 2002
 JESSE WHITE
 SECRETARY OF STATE

SUBMIT IN DUPLICATE!

This space for use by Secretary of State
 Date 12-23-02
 Franchise Tax \$ 25.00
 Filing Fee \$ 75.00
 Approved: JA 100.00

Jesse White
 Secretary of State
 Department of Business Services
 Springfield, IL 62756
 http://www.sos.state.il.us

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."

1. CORPORATE NAME: CELAYA INC.  0030241471

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

2. Initial Registered Agent: BILL GEORGE STOTIS
 First Name Middle Initial Last name

Initial Registered Office: 200 WEST JACKSON BOULEVARD SUITE 1050
 Number Street Suite #
CHICAGO IL COOK
 City County Zip Code

3. Purpose or purposes for which the corporation is organized:
 (If not sufficient space to cover this point, add one or more sheets of this size.)
The transaction of any or all lawful purpose for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

4. 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 Received Therefor
<u>Common</u>	<u>\$ NPV</u>	<u>100,000</u>	<u>1,000</u>	<u>\$ 1,000.00</u>

TOTAL = \$ 1,000.00

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:
 (If not sufficient space to cover this point, add one or more sheets of this size.)

All of the issued shares of each class shall be subject to one or more restrictions on transfer set forth in Article 2A of the Business Corporation Act; restrictions shall be uniform within each class. SUBCHAPTER S TRANSFER By this kind of restriction, a transfer of shares may be prohibited if such would cause the corporation to lose its status as an electing small business corporation under Subchapter S of the Internal Revenue Code.
 (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:

Name	Residential Address	City, State, ZIP

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: \$ _____

7. **OPTIONAL: OTHER PROVISIONS**
 Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s) under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated 12/17, 02
(Month & Day) Year

Signature and Name	
1. <u>ARMANDO CELAYA</u> <small>Signature</small> <u>ARMANDO CELAYA</u> <small>(Type or Print Name)</small>	
2. <u>Minerva A. Celaya</u> <small>Signature</small> <u>Minerva A. Celaya</u> <small>(Type or Print Name)</small>	
3. _____ <small>Signature</small> _____ <small>(Type or Print Name)</small>	

	Address
1. _____ <small>Street</small> <u>Mount Prospect IL 60056</u> <small>City/Town State ZIP Code</small>	<u>1136 N. Boxwood Drive</u>
2. _____ <small>Street</small> <u>Mount Prospect IL 60056</u> <small>City/Town State ZIP Code</small>	<u>1136 N. Boxwood Drive</u>
3. _____ <small>Street</small> _____ <small>City/Town State ZIP Code</small>	

(Signatures must be in **BLACK 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 shown 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 per \$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.
- Illinois Secretary of State Springfield, IL 62756
 Department of Business Services Telephone (217) 782-9522 or 782-9523