


6257-026-1

(Rev. Jan. 1999) Jesse White Secretary of State Department of Business Services Springfield, IL 62756 http://www.sos.state.il.us	This space for use by Secretary of State  <h1>FILED</h1> DEC 26 2002  JESSE WHITE SECRETARY OF STATE	<b>SUBMIT IN DUPLICATE!</b>  This space for use by Secretary of State Date <u>12-26-02</u> Franchise Tax \$ <u>85-</u> Filing Fee \$ <u>75-</u> Approved: <u>[Signature]</u> <u>TOO-</u>
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1. CORPORATE NAME: Red Star Glenview, Inc.

  
 0030417281

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

2. Initial Registered Agent: Harold S. Dembo

Initial Registered Office:	<u>333 W. Wacker Drive</u>	<u>1800</u>
	<u>Chicago IL</u>	<u>60606</u>
	<u>Cook</u>	<u>Zip Code</u>

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 purposes for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

0030417281  
 6108/0114 40 001 Page 1 of 3  
 2003-03-27 16:36:46  
 Cook County Recorder  
 28.00

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
Common	\$ NPV	10,000	1,000	\$ 1,000.00
				<b>TOTAL = \$ 1,000.00</b>

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.)

See Exhibit A Attached.

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UNOFFICIAL COPY

**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 December 26, 2002  
(Month & Day) Year

Signature and Name	
1. <u>Cristal Bales, Assistant Secretary</u> <small>Signature</small> LexisNexis Document Solutions Inc., A DE Corp. <small>(Type or Print Name)</small>	
2. _____ <small>Signature</small> _____ <small>(Type or Print Name)</small>	
3. _____ <small>Signature</small> _____ <small>(Type or Print Name)</small>	

	Address
1. _____ <small>Street</small> Springfield, IL 62703 <small>City/Town State ZIP Code</small>	
2. _____ <small>Street</small> _____ <small>City/Town State ZIP Code</small>	
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

EXHIBIT A

TO

ARTICLES OF INCORPORATION

- (a) No shareholder shall have cumulative voting rights in elections for directors.
- (b) Each of the following matters when submitted to shareholder vote pursuant to the requirements of the Business Corporation Act of 1983, as amended from time to time, or any successor statute, shall require for its adoption, approval or authorization, as the case may be, the affirmative vote of the holders of at least a majority of the total outstanding shares entitled to vote on the matter and, if applicable, the affirmative vote on the matter and, if applicable, the affirmative vote of the holders of at least a majority of the outstanding shares of each class or series of shares entitled to vote as a class on the matter:
- (i) a proposed amendment of these Articles of Incorporation;
  - (ii) a plan of merger, consolidation or exchange;
  - (iii) a sale, lease, exchange, or other disposition of all, or substantially all, the property and assets, with or without the good will, of the corporation, if not made in the usual and regular course of business, and the determination of, or authorization of the board of directors to determine, any or all of the terms and conditions thereof and the consideration to be received by the corporation therefore;
  - (iv) a resolution to voluntarily dissolve the corporation.