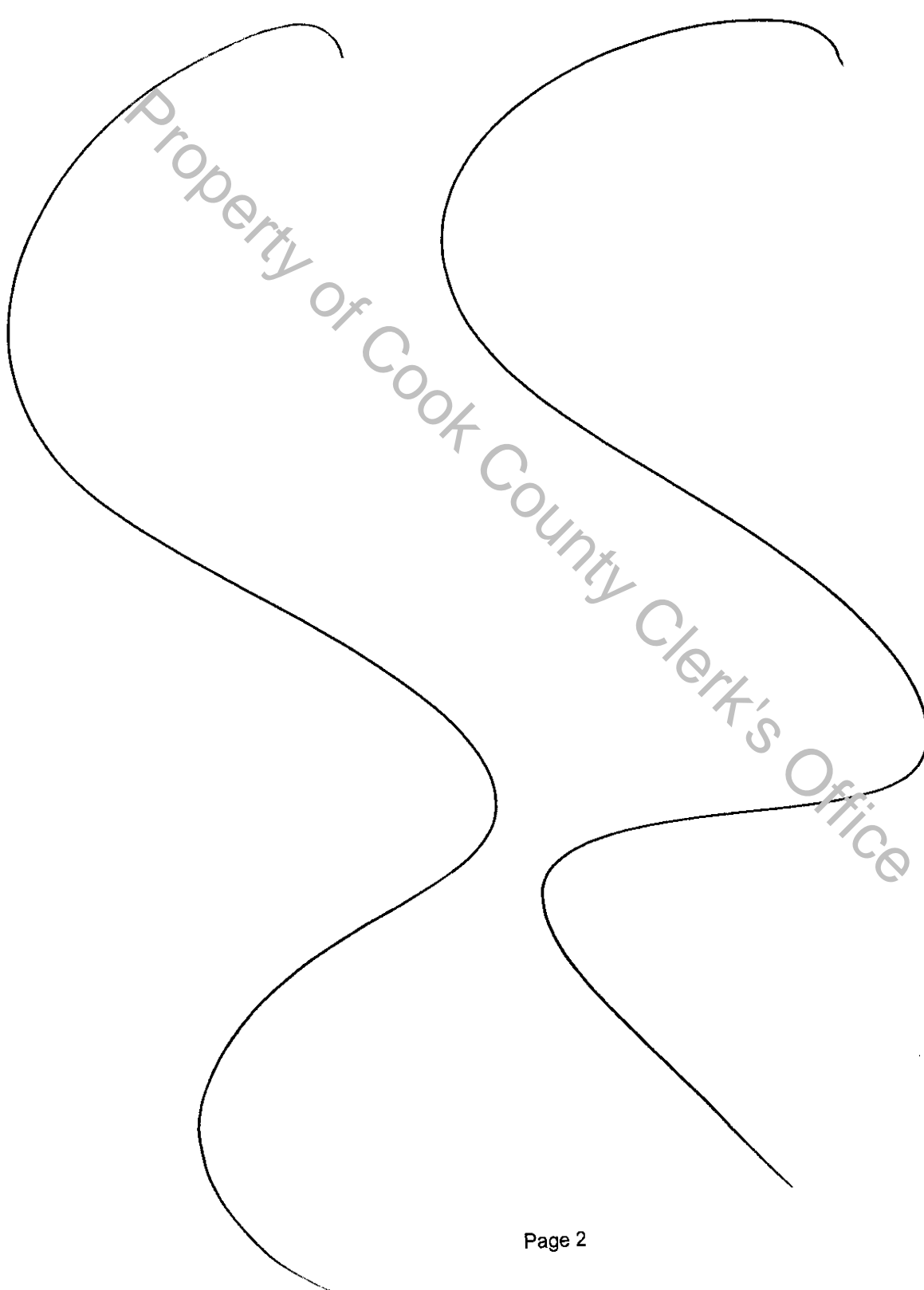


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Text of Amendment

- 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")*

See attachment

- 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")*
(Note 6)

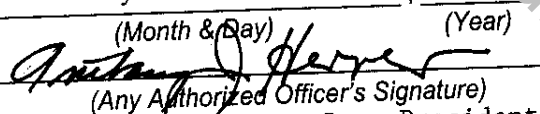
No change

	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 these articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated May 28, 2004, HERNER, GEISSLER WOODWORKING CORPORATION
 (Month & Day) (Year) (Exact Name of Corporation at date of execution)


 (Any Authorized Officer's Signature)
Anthony J. Herner, Sr., 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)

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ATTACHMENT TO
ARTICLES OF AMENDMENT
OF
HERNER, GEISSLER WOODWORKING CORPORATION
FILE # D 45001822

RESOLVED, that the Articles of Incorporation be amended to read as follows:

ARTICLE FIVE: Paragraph 1: The authorized shares of the Corporation are:

<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u>	<u>Number of Authorized Shares</u>
Common	Class A	Without Par Value	200
Common	Class B	Without Par Value	200,000

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

The holders of Common Class A stock will be entitled to one vote for each share on all corporate matters. The holders of the Common Class B stock shall not be entitled to vote on any corporate matter, provided that, so long as any shares of Common Class B stock are outstanding, the Corporation shall not, without the affirmative vote or the written consent as provided by law, of the holders of at least two-thirds (2/3) of the outstanding shares of Common Class B stock, voting as a class, change the preferences, rights or limitations with respect to the Common Class B stock in any material respect prejudicial to the holders thereof, or increase the authorized number of shares of Common Class B stock or Common Class A stock; provided that the provisions hereof shall not in any way limit the right and power of the Corporation to issue any bonds, notes, mortgages, debentures, and other obligations, and to incur indebtedness to banks and to other lenders.

Except with respect to voting rights, each share of Common Class A stock and Common Class B stock shall be entitled to the same rights, privileges and obligations.

As of the effective date of these Articles, 100,000 shares of Common stock, without par value, are exchanged for 100 shares of Common Class A stock, without par value, of the Corporation. Upon the filing of the Articles of Amendment, the 100,000 shares of Common stock, without par value, to be received by the Corporation from the shareholders shall be canceled.

Upon the filing of the Articles of Amendment, the Corporation shall issue 1,000 shares of Common Class B stock, without par value, for each issued share of Common Class A stock, without par value, of the Corporation. The shares of Common Class B stock, without par value, shall be issued for consideration previously received and reported.

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As of the effective date of these Articles after taking the exchange into account, the following number of shares of each class of stock are issued:

<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u>	<u>Number of Issued Shares</u>
Common	Class A	Without Par Value	100
Common	Class B	Without Par Value	100,000

As of the effective date of these Articles, the amount of paid-in-capital is unchanged.

Return to: Bruce Vanyek, Chuhak & Tecson, PC, 30 S. Wacker Dr., #2600, Chicago, IL 60606

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