Doc#: 0510339074

Eugene "Gene" Moore Fee: \$66.50

FORM BCA 5.10/5.20 (rev. Dec. 2003) Cook County Recorder of Deeds

Date: 04/13/2005 02:55 PM Pg: 1 of 22

REGISTERED AGENT AND/OR REGISTERED OFFICE **Business Corporation Act** 

STATEMENT OF CHANGE OF

Jesse White, Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-3647 www.cyberdriveillinois.com

FILED

FEB 1 5 2005

JESSE WHITE SECRETARY OF STATE

CP0293523



DEPARTMENT OF BUSINESS SERVICES

chec	it payment in the form of a k or money r.de- payable				<b>.</b>
io the	e Secretary of Clate.	File # 4374	1-5841	_ Filing Fee: \$25.00	Approved: Bh
	Subrat in Juolicate	Type or Print clear		o not write above this line-	
1.	CORPORATE NAME: DO	OWNS, MOHL & COM	IPANY		
2.	STATE OR COUNTRY O				
3.	Name and address of the of the Secretary of State	(before charge):	egistered office as they	appear on the reco	rds of the office
		Brien J. Sheahar First Name	Middle Name	Last	Name
	Registered Office	19 N. Grant Street  Number Street  Hinsdale 60521 Du	Suite No. (A P.	O. Box alone is not ac	ceptable)
		City	ZIF Gode	Co	ounty
4.	Name and address of the		egistered online shall be	e (after all changes f	nerein reported):
	Registered Agent	Terry L. Engel	12:12:47:30	1 200	Name
		First Name 225 W. Washington S	Middle Name Street, Suite 1700		
	Registered Office	Number Street Chicago 60606 Co	Suite No. (A P.	C. B x alone is not a	ceptable) 016
		City	ZIP Code	0, c	ounty
				o of the register of w	ont as channed
5.	The address of the registration will be identical.	ered office and the addre	iss of the pusiness offic	e or the registerso of	jerit, as changed,
6.	The above change was	authorized by: ("X" one	box only)		C
		y adopted by the board	of directors.	(Note 5)	
	b. 🔲 By action of the	registered agent.	l	(Note 6)	

SEE REVERSE SIDE FOR SIGNATURES(S).

C-135.17

0510339074 Page: 2 of 22

## UNOFFICIAL

80879 Certificate Number.



## To all to whom these presents Shall Come, Greeting:

WHERENS, Articles of Incorporation duly signed and verified of DOWNS, MEL & COMPANY

have been filed in the Office of the Genetary of State on the 27th day of \_\_\_\_\_\_ As provided by THE BUSINESS CORPORATION ACT" of Illinois, in force July 13, A.D. 1933.

Now Therefore, I, CHARLES F. CARPENTIER, Secretary of Sixte Sthe State of Illinois, by virtue of the powers vested in me/by law, do hereby is sethis certificate of incorporation, and attach thereto, a copy of the Articles, of Incorporation of the aforesaid corporation.

> In Testimony Whereof, Thereto set my hand, and ause to be affixed the Great Seal of the State of Silinois, Deneat the City of Springfield this A.D.19\_63 and of the Independence of the United States the one hundred and \_\_\_\_ 88th.

(SEAL)

Charles S. C. Spital STORETARY OF STATE.



### FORM B

**T**.

BEFORE ATTEMPTING TO EXECUTE THESE BLANKS BE SURE TO READ CAREFULLY THE INSTRUCTIONS ON THE BACK THEREOF.

(THESE ARTICLES MUST BE FILED IN DUPLICATE)

STATE OF ILLINOIS,  COOKCOU	NTY ss.	Franchise	icense Fee \$	20.0
To CHARLES F. CARPENTIER, Secretary	y of State:	Filing Fe	976 27	
We, the and rsigned,				
Name	Number		Address City Sta	ite
James C. Downs 73	W. Monroe Street	Chicago,	Illinois	60603
Arthur F. Mohl 73	W. Monroe Street	Chicago,	Illinois	60603
Arthur F. Mohl, Jr. 73	W. Monroe Street	Chicago,	Illinois	60603
	9 <sub>7</sub>			
being natural persons of the age of twenty-one years or mer, and subscribers to the shares of the corporation to be organized pursuant hereto, for the purpose of forming a corporation under "The Business Copporation, Act" of the State of Illinois, do hereby adopt the following Articles of Incorporation:				
	ARTICLE ONE	-/-	GARAGO, CO	18,0
The name of the corporation is: Downs	. Mohl & Company	7/	The state of the s	
•	ARTICLE TWO	. '()	<b>)</b>	is the
The address of its initial registered office in the State of Illinois is: 73 W. Monroe Street				
Street, in the City, of Chica	(3)	County of Cha		and
the name of its initial Registered Agent at said		Mohl		
	ARTICLE THREE			
The duration of the corporation is: Per	petual			

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## **UNOFFICIAL COPY**

### ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

- 1. To buy, sell, trade, manage, build improvements on, and deal with real property, both improved and unimproved, on its own account in all lawful ways.
- 2. To act as Broker and Agent for others in the purchasing, selling, trading, and the management of, real property, both improved and unimproved, to the extent and under the conditions permitted by the Statutes of the State of Illinois.
- 3. To make, buy, sell and place, as principal and as Broker or Agent for others, mortgages on real estate, both improved and unimproved, and evidences of indebtedness secured by real estate, not including, however, the discourting of bills and notes, or the buying or selling of bills of exchange.
- 4. To solicit, sell, and acc as Agent or Broker in the placing of, insurance of all types to the extent and under the conditions specified in the Statutes of the State of Illinois.

0510339074 Page: 5 of 22

### ARTICLE FIVE

divided into	classes.	The designation of each cla	ass, the number of shares of each class, and the par shares of any class are without par value, are as
Class	Series (If any)	Number of Shares	Par value per share or statement that shares are without par value
Common	·None	20,000	\$10.00

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

ne in class.

Opening of Columns :

The first class of the columns The class and number of shares which the corporation proposes to issue without further report to the Secretary of State, and the consideration (expressed in dollars) to be received by the corporation therefor, see:

Class of shares	Number of shares	Total consideration to be received therefor:
Common	4,000	\$ 40,000.00 \$ \$ \$ \$

### ARTICLE SEVEN

The corporation will not commence business until at least one thousand dollars has been received as consideration for the issuance of shares.

### ARTICLE EIGHT

	The or	umber of directors	to be elected at a	the first meeting	of the shareholde	rs is:	}
--	--------	--------------------	--------------------	-------------------	-------------------	--------	---

### ARTICLE NINE

PARAGRAPH 1: It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be \$ 40,000.00

PARAGRAPH 2: It is estimated that the value of the property to be located within the State of Illinois during the following year will be \$ 40,000.00

PARAGRAPH 3: It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be \$200,000.00.

PARAGRAPH 4: It is estimated that the gross amount of business which will be transacted at or from places of business in the State of Illinois during the following year will be \$200,000.00

	Arthur F Withur F	Bohl ndet f	Incorporators
	ATH AND ACKNOWL	EDGMENT	
STATE OF ILLINOIS  C O O K	_County } ss.		
I, Angeline Whittle the 24th day of Dec Arthur F. Mohl and Art	ember, 196	(Names of Incorp.	OWAS orators)
personally appeared before me and beingoing document in the respective capacare true.	ng first duly sworn by me ities therein set forth 21.0	e severally acknowledged the declared that the states	nents therein contained
IN WITNESS WHEREOF, I ha	_ Ong	nd seal the day and year about the land with the control of the co	Notary Public
N	mix fragmazina Ex	ipirea Aug. 28, 1960	

RTICLES OF INCORPORATION

Downs, Mohl & Company

The following fees are required to be paid at the tim
of issuing certificate of incorporation: Filing fe
\$20.00; Initial license fee of 50c per \$1,000.00 or 1/2
of 1% of the amount of stated capital and paid-in su

The following Rees are required to be yau a conof issuing certificate of incorporation: Filing fet,
\$20.001; Initial literate fee of 50c per \$1,000.00 or 1/20
of 1% of the amount of acated capital and paid-in aurplus the corporation proposes to issue without further
report (Article Six); Franchite tax of 1/20 of 1% of
the issued, as above noted. However, the minimum
amunal franchite lax is \$10.00 and varies monthly on
\$20.000 or less, as follows: January, \$15; February,
\$4.17; March, \$13.34; April, \$12.50; May, \$11.67;
June, \$10.84; July, \$10.00; Aug, \$9.17; Sept., \$8.34;
Oct., \$7.50; Nov., \$6.67; Dec., \$5.84; (See Sec. 133,

In excess of \$20,000 the franchize tax per \$1,000.0 is as follows: Jan. \$0.75; Feb., .7084; March, .6667 April, .625; May, .5834; June, .5417; July, .50; Aug. .4584; Sept., .4167; Oct., .375; Nov., .3334; Dec., .291

All shares issued in excess of the amount mentioned in Article Six of this application must be reported within 60 days from date of issuance thereof, and franchise tax and license fee paid thereon; otherwise, the corporation is subject to a penalty of 1% for each month on the amount until reported and subject to a fine not to exceed \$640.00.

fees are required for a subsequent issue of ept the filing fee is \$1.00 instead of \$20.00.

ETLEON.

DEC 27 1963

285—100M—4-60)

0510339074 Page: 7 of 22

## UNOFFICIAL COPY

10171

\* Gertificate Number



# To all to me san these presents Shall Come, Greeting:

MARTER	🕏 , Articles, red,and verifi	ied of	reni/lo/li	re sruw		
•	DOW	NS. MOFI &	COMPANY			
have been,	filed in the C	ffice of the	Coretary	of State)	on the	25th
durol	August	_ A.D. 1	9 <u>63</u> 1	us provid	led/by"TH.	e Busines:
CORPORATIL	IN ACT" of Ill	inois, in for	ce July )	3, A.D.,	1933.	
	•	•				a daa

Now Therefore, I, PAUL POWELL. Secretary of State of the State of Illinois, by virtue of the power's vested in me by law, do here is it sue this certificate, of amendment, and attach thereto a copy of the Articles of Amendment to the Articles, of Incorporation of the aforesaid corporation.

In Testimony Whereof, Thereto set my hand, and cause to be affixed the Great Seal of the State of Blinois,

Done at the City of Springfield this 25th

day of August AD 19 69 and of the Independence of the United States the one hundred and 94th.

Paul Powell SECRETARY OF STATE.

0510339074 Page: 8 of 22

## **UNOFFICIAL COPY**

FORM BCA-55

(Do not write in this space)
Date Paid 8-1 5-69
License Fee \$
Franchise Tax \$
Filing Fee \$25.00

(File in Duplicate)

## ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF

4806

DOWNS, MOHL & COMPANY

(Exact Corporate Name)

To PAUL POWELL, Secretary of State Springfield, Illinois

ì,

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

ARTICLE FIRST: The name of the corror ation is:

DOWNS, MOHL & COMPANY

AUG 261969

ARTICLE SECOND: The following amendment amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois:

			,
(Disregard separation into classes if class voting does not	ARTICLE THI	RD: The number	of shares of the corporation outstand-
apply to the amendment voted on.)	ing at the time of the ad	option of said amend	ment or amendments was
	4,000	; :	and the number of shares of each class
0	entitled to vote as a cla	s on the adoption of	f said amendment or amendments, and
QA	the designation of each a	such class were as fo	llows:
Ĵ	Class	<b>J.</b>	Number of Shares
	0/5	Not appl	icable
(Disregard separation into	ART/CLE FOU	RTH: The number	r of shares voted for said amendment or
classes if class voting does not apply to the amendment voted	amendments was	4,000	; and the number of
on.)	shares voted against said	an endment or amen	dments was None
			to vote as a class voted for and against
	said amendment or amer	17,	-
	Class		Number of Shares Voted For Against
			A. regamin
		Not appl	icable
(Diaregard these items unless the amendment restates the ar-	Item 1. On the date o	f the adoption of th	is amendment, string the articles of
ticles of incorporation.)	incorporation, the corpor	ation had	_shares issued, iteraized as follows:
•	Class Se	ries Number of	Par value per share or statement
•	•	Any) Shares	that shares are without par value
	**		
	.∙ı	:Not Appl	icable
		•	
	Item 2. On the date	of the adoption of t	his amendment restating the articles of
	incorporation, the corpor	ration had a stated co	spital of \$and a paid-in
	surplus of \$	or a total of \$.	

(Disregard this Article where this amendment contains no such provisions.) ARTICLE FIFTH: The manner in which the 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 in, or

effected by, this amendment, is as follows:

Under the Plan and Agreement of Recapitalization, pursuant to which Article Five of the Articles of Incorporation is being amended, all of the presently outstanding 4,000 shares of Common Stock, \$10.00 Par Value, will be turned in and cancelled and there will be issued in exchange therefor 650 shares of Common Stock, Class A, \$10.00 Par Value, and 670 shares of Common Stock, Class B, \$50.00 Par Value. The exchange ratio is one share of Common Stock, Class A, \$10.00 Par Value, for one share of old Common Stock, \$10.00 Par Value, and/or one share of Common Stock, Class B, \$50.00 Par Value, for five shares of old Common Stock, \$10.00 Par Value. The precise exchange to be made by each stockholder, in accordance with that satio, is set out in said Plan.

(Disregard this Paragraph where amendment does not affect stated capital or paid-in surplus.) ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendment effect a change in the amount of stated capital or the amount of paid-in surplus, or both, is as follows:

Not applicable

(Disregard this Paragraph where amendment does not affect stated capital or paid-in surplus.)

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by this amendment are as follows:

Before Amendment After Amendment
Stated capital ...... \$
Paid-in surplus ..... \$

Not applicable

		President, and its o			les of Amendment to b	<del></del>
Salar Comment	12th day of		19 69			
occreative state of the state o	William Willia	PLACE	DOWNS,	MOHL & CO		
		ATE SEAL)	By.	7. //: Ra	President	
ATTEST: June	a. M		<del></del>		e exist e sign	
STATE OF	ILLINO1S COOK	2,5	<b>38.</b>			
I		Angline Whi		, a Notary	Public, do hereby certi	
on the 121	th day of Augu	st		thur F. Mo		sonal
appeared before	me and, being fire	st duly sworn by market that the statement	ie, acknowiedged ents therein couta	ined are true.	the foregoing document	
capacity therein	act intel and accra	ited that the states is				
187 33777	ovicce initedec	E I have becauses	w me kind and	seal the day and	l vear hefore written.	
	NESS WHEREO	F, 1 have nereunto	Chigh	line	d year before written.  Notary Public	
	(NOTAE	PLACE RIAL SEAL) HERE		9/4/5		·
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1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	ENDMENT RPORATIC	ANY		. B	LICATE	l Articles \$
CA-86 File 5847	AMENDMENT he he CORPORATIO	OM PANY			JEG ÜPLICATE	ated Articles \$
m BCA-46 File SEVIT	F AMENDMENT  o the  INCORPORATION	of ;			5 1969	e-Stated Articles §
File 5847	S OF AMENDMENT to the OF INCORPORATION	ಷ			\$ 25 1969  Control STN'DUPLICATE Tiling Fee \$25.00	r Re-Stated Articles §
74 File 5847	CLES OF AMENDMENT to the ES OF INCORPORATION	ಷ			Filing Fee \$25.00	e for Re-Stated Articles \$
324 File 5847	TICLES OF AMENDMENT to the CLES OF INCORPORATION	MOHL &		*	Filing Fee \$25.00.	ling Fee for Re-Stated Articles \$
4374 File 5847	ARTICLES OF AMENDMENT to the ARTICLES OF INCORPORATIC	ಷ			FILETIN DUPLICATE FILETING Fee \$25.00	Filing Fee for Re-Stated Articles \$100.00

0510339074 Page: 12 of 22

RESOLVED that the Articles of Incorporation of this Corporation be amended by deleting Articles Five and Eight therefrom and inserting in lieu thereof the following:

### ARTICLE FIVE

Paragraph 1: The aggregate number of shares which the Corporation is authorized to issue is 24,000, divided into two classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Class	Series (If any)	Number of Shares	Par Value per share or statement that shares are without par value
Common	None	20,000	\$10.00 Par Value
Class A Common, Class B	None	4,000	\$50.00 Par Value

Paragraph 2: The preferences, qualifications, limitations/restrictions and the special or relative rights in respect of the shares of each class are: Eich share shall be equal in voting and all other rights, without regard to class, and there shall be no preferences amongst the shares or between the classes of shares, except that each distribution made by the Corporation to stockholders with respect to their stock, whether by way of a dividend or in liquidation or dissolution, or otherwise, shall, unless otherwise approved in writing by the holders of all of the stock issued and outstanding at the time the distribution is made, be made to all stockholders and shall be so proportioned amongst the stockholders that the amount distributed with respect to each share of Class B stock is five times the amount distributed with respect to each share of Class A stock.

### ARTICLE EIGHT

The number of directors to be elected at the first meeting of stockholders is three. The number of directors may be increased or decreased from time to time by amendment to the By-Laws of the Corporation but the By-Law affixing the number, tenure and qualifications of directors may hereafter be altered, amended or repealed and a new By-Law adopted in lieu thereof only by unanimous vote of all of the directors of the Corporation with the unanimous consent of all of the stockholders of the Corporation.

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## **UNOFFICIAL COPY**

Gertificate Number 15271



# To all to whom these presents Shall Come, Greeting:

Wherens, Articles of amendment to the Articles of Incorporation

, anazy paynew, wnw recepted		
	DOWNS MOHI. & COMPANY	
have been filed in the Of		29th
dany of December	_ A.D. 1971 . , as provided by "1	HE BUSINESS
CORPORATION ACT" of The	nois, invferce July 13, A.D. 1933.	
Now The arefore JOHN W	LEWIS Lecretary of Patrolithe State	te of Illinois,
by virtue of the powers ve	sted in/me/hy/law, do/hereby is/we/the thereto, a.copy of the Articles of De- tion of the worker with worker without	vcertificate/of
amendment and attack	thereto,a.copy.of the Articles of D	mendment to
the Articles of Incorport	ution of the aforesaid corporation.	),
	w Whereof, Thereto set my hand	/ XC.
ž	be affixed the Great Seal of the Sti	rte of Ellinois,
	Done;at;the&ityofSpringfield)i	this29th_
mEN)	day of December AL	
E. (SEAL)	of the Independence of the U	Inited States
	the one hundred and	
•	And read the	
	John 2007	
	SECF	RETARY OF STATE.

0510339074 Page: 14 of 22

## INOFFICIAL CO

FORM BCA-55

(Do not write in this space) Date Paid 12 29-71 License Fee Franchise Tax Filing Fee

Clerk

(File in Duplicate)

### ARTICLES OF AMENDMENT TO THE

ARTICLES OF INCORPORATION

OF

cours, soul a contract

**5590 28** 

To JOHN W. LEWIS Secretary of State Springfield, Illinois

The undersigned co precation, for the purpose of amending its Articles of Incorporation and pursuant w the provisions of Section 55 of "The Business Corporation Act" of the State of I linois, hereby executes the following Articles of Amendment: PAID

ARTICLE FIRST: The name of the corporation is:

MEHRS. FORL & CORPART

DEC3 0 1971

ARTICLE SECOND: The following amendment or arrendments were

Secretary of State

adopted in the manner prescribed by "The Business Corporation Act" of the

State of Illinois:

RESOLVED, MARE REFICUL FIVE, PARAGRAPA 1, ed the Articles of Incorporation of this Corporation he deleted in their entirity, and the following sunstituted in list thereaf:

PARACRAPE 1: The aggregate munior of shares which the Corporation is suthorized to issue is 100,800 divided into one class. The designation of each class, the number of shares of each class and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Class

ごのよす 小き

number of Shares 100,000

Par Value For Share

\$10.00

Back COMMON Pater the class and matter of charge which the comporation proposes to issue without further suport to the Secretary of State, and the consideration to be received by the Corporation therefor, are:

Class of Shares

Suzzer of Shares

Total Consideration to he Received

4,000

CSASO!I

\$40,000.00

0510339074 Page: 15 of 22

## UNOFFICIAL CO

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

paration into	ARTICLE THIRD: The n	umber of shares of the corporation outstand-		
oting does not endment voted	ing at the time of the adoption of said amendment or amendments was			
	1,320	; and the number of shares of each class		
900	entitled to vote as a class on the adoption of said amendment or amendmen and the designation of each such class were as follows:			
Ĵ	Class	Number of Shares		
	Class A	650 650		
	Class B	A Company of the Comp		

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

ARTICUF FOURTH: The number of shares voted for said amendment or ; and the number of amendments was. shares voted against said amendment or amendments was The number of shares of each class entitled to vote as a class voted for and against said amendment or ame timents, respectively, was:

Class	Number of	Shares Voted
Class A	For 650	Against
Class B	670	

(Disregard these items unless the amendment restates the articles of incorporation.)

Item 1. On the date of the adoption of this amendment re sting the articles of incorporation, the corporation had 1,320 shares issued, itemized as follows:

Class	8	Şeries (If Any)	Number of Shares	Par value per share or statement that shares are without par value
Class	A	None	650	\$10.00
Class	B	None	670	\$50.00

Item 2. On the date of the adoption of this amendment restating the articles of incorporation, the corporation had a stated capital of \$40,000 and a paid-in or a total of \$40,000,00 surplus of \$ -0-

1

0510339074 Page: 16 of 22

## UNOFFICIAL COPY

(Disregard this Article where this amendment contains no such provisions.) ARTICLE FIFTH: The manner in which the 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 in, or

effected by this amendment is as follows: lass A common shares and 670 Class a common shares there shall be issued to the Shareholders thereof an aggregate of 4,000 shares of common stock, \$10.00 par value, based upon the following rate of exchange: For each share of Class A stock, \$10.00 par value, there shall be issued one share of common stock, \$10.00 par value; For each share of Class B stock, \$50.00 par value, there shall be issued five shares of common stock, \$10.00 par value.

.. 50

(Disregard this Paragraph where amendment does not affect stated capital or paid-in surplus.) ARTICLE SIXTH: Paragraph 1: The manner in which said amendment or amendments effect a change in the amount of stated capital or the amount of paid-in surplus, or both, is as follows:

(Disregard this Paragraph where amendment does not affect stated capital or paid-in surplus.)

ł

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by this amendment are as follows:

Before Amendment After Amendment
Stated capital.....\$
40,000.00
\$40,000.00
Paid-in surplus....\$
-0\$-0-

0510339074 Page: 17 of 22

## UNOFFICIAL COPY

executed in its name by its	President, and its corporate seal to be hereto affixed, attested by its
Secretary, this 22nd	day of Beceaher , 1971.
Place (CORPORATE SEAL) Here	By Its President
ATTEST: Sarrel R. M.	ohl_
STATE OF ILLINOIS COUNTY OF COOK	ss.
I, the undersigned on the 22 nd day of Nettentie appeared before me and, being first duly so the capacity therein set forth and declared	, a Notary Public, do hereby certify that  10 7/, ARTHUR F. MOHL. personally worn by me, cknowledged that he signed the foregoing document in d that the statements therein contained are true.
IN WITNESS WHEREOF, I have h	nereunto set my hanc and seal the day and year before written.
Place (NOTARIAL SEAL) Here	Notary Public
ARTICLES OF AMENDMENT to the  ARTICLES OF INCORPORATION of	FILE IN DUPLICATE Filing Fee for Re-Stated Articles \$100.00

0510339074 Page: 18 of 22

## **UNOFFICIAL COPY**



## To all to whom these presents Shall Come, Greeting:

ARTICLES OF AMENDMENT TO THE ARTICLES OF

DOWNS, MOHL & COMPANY
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 13, A.D. 1933.

Now Therefore, I. SimEdgor. Secretary of State of the State of Ollinois, 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 are so to be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 291H

(SEAL)

day of SUNE AD 19 84 and of the Independence of the United States

the two hundred and 8TH

Jim Edgar SECRETARY OF STATE

0510339074 Page: 19 of 22

(File in Duplicate)

To JIM EDGAR
Secretary of State
Springfield, Illinois

### ARTICLES OF AMENDMENT to the ARTICLES OF INCORPORATION

(Do not write in this space)
Date Paid (2-) 9-9
License Fee \$
Franchise Tax 5.5 Filing Fee Clerk

The name of the corporation is DOWNS, MCHL & COMPANY, an Illinois close	ed by " The
Business Corporation Act" of the invices of Incorporation is amended as follows:  1. Article First of the invices of Incorporation is amended as follows:  The name of the corporation is DOWNS, MCHL & COMPANY, an Illinois close	ed by " The
Business Corporation Act" of the invices of Incorporation is amended as follows:  1. Article First of the invices of Incorporation is amended as follows:  The name of the corporation is DOWNS, MCHL & COMPANY, an Illinois close	ed by " The
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The name of the corporation is DOWNS, MCHL & COMPANY, an Illinois close	
corporation.	_
<ol> <li>The corporation hereby elects to lecame an Illinois close corporation pu suant to Illinois Revised Statutes (1983), ch.32 \$1201 et. seq.</li> </ol>	ir-
3. All of the issued shares of the corporation shall be subject to certain restrictions on transfer, which restrictions, among others obligate a shareholder of the corporation to offer to the corporation or to one or more shareholders of the corporation a price opportunity to acquire such shares.	
ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the corporation	etion of said
amendment or amendments was 4,000; and the number of shares of each to vote as a class on the adoption of said amendment or amendments, and the designation of each such class we	e ar collows:
Alumber of Shares	7.0
(Disregard separation into Classes if class voting does not separation to the amendment voted so.)	9.
N/A 4,000	
NOTE: On the date of adoption of the amendment as additionalsharestreasury and not entitled to vote: Class Number of Shares	s were held in
ARTICLE FOURTH: The number of shares voted for said amendment or amendments was The number of shares was The number of shares was	1,000 mber of shares
and the number of shares voted against said amendment or amendments was The number of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was:	
(Disregard separation into Class Number of Shares Vo	_
N/A 4,000 -0-	

tem 1. C	On the date of the ado		mendment, res	itating the artic	les of incorporation	, the corporation	ighaid ~
Disregard thes he amendmen rticles of inco	se items unicss it restates the	Class	Series (If Any)	Number of Shares	Par value per shar that shares are wit		
em 2. ( ated capital	On the date of the add	ption of this a and a paid-in	mendment res surplus of \$ _	tating the article	es of incorporation, or a total of \$	the corporation h	iad a '
luction of	The manufacture of the number of authority, this amendment, is as Article where this amendment.	zed shares of an follows:	y class below	e, reclassification the number of	on, or cancellation issued shares of that	of issued shares, I class, provided fo	or a or in,
<b>9. t.</b> t	_	·	,	و هاید اید و امیدان او		- n	entropy and the second
ount of st	CLE SIXTH: Parr gr. ated capital or the amon s Paragraph where amendn:	in; of paid-in su	rplus, or both,	is as follows:	nent or amendment	s effect a change i	n the
_			Ox	titu a m	han and but this amount	ndmant tre to fall	Aug '
Paragra sregard this	aph 2: The amount Paragraph where amendme	s of stated capi int does not affect	tal and of Fait stated capita or	naid-in surplus.)	tanged by this ame	IGMENT ATE 45 TOIL	ows.
a. a		re Amendment	<b>5</b>	Air Anendr	nent	·	
	a}\$ us\$		\$				
	3/5+ day of		DOM:	, 19 <u>84</u> 15. MOTE & 1	Exact Corporate Nam		
authorize	lts Secretary ed officers, we declare correct and complete.	that this docur	nent has been	examined by u	and is, to the best	of our knowledge	and O
				7861 - 9	Jul .		e and
						<del></del>	

The uni Inder penal	norized by the board of direct dersigned corporation has caused ties of perjury, that the facts	s stated herein are	ent to be signed by a duly authorized officer who affirms,
Dated	(Month- Stay)	2005 (Year)	(Exact Name of Corporation)
	(Monto-delay)	2 (1001)	(2/10/10/10/10/10/10/10/10/10/10/10/10/10/
<del></del> .	(Any Authorized Officer's Steven P. Levy, Presi	s Signature) dent	
	(Type or Print Name		
'if change o	of registered office by regist	ered agent, sign h	ere. See Note 6)
The ur	of registered office by registerics gned, under penalties	ered agent, sign h of perjury, affirms	that the facts stated netern are true.
(If change of The un Dated	of registered office by register of registered, under penalties (* or th & Day)	ered agent, sign h of perjury, affirms (Year)	ere. See Note 6) that the facts stated herein are true.  (Signature of Registered Agent of Record)
The ur	nder penalties	of perjury, affirms  (Year)	that the facts stated netern are true.

### NOTES

- 1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
- 2. The registered office must include a street or road address: a post office box number alone is not acceptable.
- 3. A corporation cannot act as its own registered agent.
- 4. If the registered office is changed from one county to another, there the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
- 5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by a duly authorized officer.
- 6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.

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