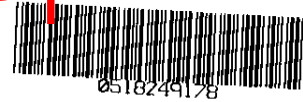


UNOFFICIAL COPY

FORM BCA 5.10/5.20 (rev. Dec. 2003)

STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE Business Corporation Act



Doc#: 0518249178 Eugene "Gene" Moore Fee: \$38.50 Cook County Recorder of Deeds Date: 07/01/2005 04:29 PM Pg: 1 of 8

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

FILED

APR 25 2005

JESSE WHITE SECRETARY OF STATE

Remit payment in the form of a check or money order payable to the Secretary of State.

File # D-5870-8615 Filing Fee: \$25.00 Approved: [Signature] Submit in duplicate Type or Print clearly in black ink Do not write above this line

- 1. CORPORATE NAME: Carbide Specialties Inc
2. STATE OR COUNTRY OF INCORPORATION: Illinois
3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):

Registered Agent Aline Staron
First Name Middle Name Last Name
Registered Office 120 W. Rte 176 P.O. Box 537
Number Street Suite No. (A P.O. Box alone is not acceptable)
Island Lake 60042 Lake
City ZIP Code County

- 4. Name and address of the registered agent and registered office shall be (after all changes herein reported):
Registered Agent Greg Miller
First Name Middle Name Last Name
Registered Office 1006 E Waverly Drive
Number Street Suite No. (A P.O. Box alone is not acceptable)
Arlington Heights 60004 Cook
City ZIP Code County

- 5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
6. The above change was authorized by: ("X" one box only)
a. [X] By resolution duly adopted by the board of directors. (Note 5)
b. [] By action of the registered agent. (Note 6)

SEE REVERSE SIDE FOR SIGNATURES(S).

UNOFFICIAL COPY

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated 3-3-05, 2005
 (Month & Day) (Year) _____
 (Exact Name of Corporation)

 (Any Authorized Officer's Signature)
PAUL FISHER
 (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated _____, _____
 (Month & Day) (Year) _____
 (Signature of Registered Agent of Record)

 (Type or print name. If the registered agent is a corporation, type or print the name and title of the officer who is signing on its behalf.)

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, then 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 to 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.

UNOFFICIAL COPY

File Number 5870-861-5

State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
CARBIDE SPECIALTIES, INC.
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 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, 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 cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 7TH day of FEBRUARY A.D. 19 96 and of the Independence of the United States the two hundred and 20TH.



George H. Ryan

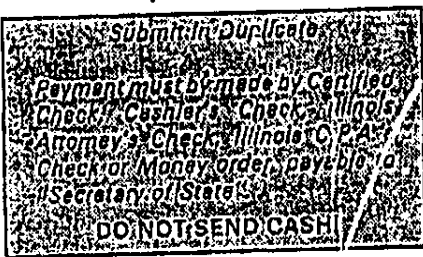
Secretary of State

UNOFFICIAL COPY

BCA-2.10 (Rev. Jul. 1984)

File #

JIM EDGAR
Secretary of State
State of Illinois



ARTICLES OF INCORPORATION

This Space For Use By Secretary of State	
Date	2-7-96
License Fee	\$
Franchise Tax	\$ 25.00
Filing Fee	\$ 75.00
Clerk	\$ 100.00

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is CARBIDE SPECIALTIES, INC.
(shall contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

FILED

FEB 7 1996

GEORGE H. RYAN
SECRETARY OF STATE

Registered Agent	ALINE STARON		
	First Name	Middle Name	Last Name
Registered Office	120 W ROUTE 176 P O BOX 537		
	Number	Street	Suite # (A.P.O. Box alone is not acceptable)
	ISLAND LAKE	60042	LAKE
	City	Zip Code	Country

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
If not sufficient space to cover this point, add one or more sheets of this size.

THE PURPOSE OF THE CORPORATION IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE BUSINESS CORPORATION ACT. TOOL & DIE WORK

44

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
COMMON	NPV	1,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the 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.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
COMMON	NPV	1,000	\$ 1,000.00
			\$
			\$
			\$
TOTAL			\$ 1,000.00

5870-861-5

* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

158-60
170-30

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ARTICLE SIX

OPTIONAL

The number of directors constituting the initial board of directors of the corporation is _____ and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

Name	Residential Address

ARTICLE SEVEN

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 which will be transacted by the corporation during the following year will be: \$ _____
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

ARTICLE EIGHT

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.

NAMES & ADDRESSES OF INCORPORATORS

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

Dated JANUARY 5, 1996, 19____.

Signatures and Names	Post Office Address
1. <u>Paul W Fisher</u> Signature <u>PAUL W FISHER</u> Name (please print)	1. <u>16042 W POPE BLVD</u> Street <u>PRAIRIE VIEW, IL 60069</u> City/Town State Zip
2. <u>Tanice E Fisher</u> Signature <u>TANICE E FISHER</u> Name (please print)	2. <u>16042 W POPE BLVD</u> Street <u>PRAIRIE VIEW, IL 60069</u> City/Town State Zip
3. _____ Signature Name (please print)	3. _____ Street City/Town State Zip

(Signatures must be in ink on original document. Carbon copy, xerox 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 an Assistant Secretary.

Form BCA-2.10

File No. _____

ARTICLES OF INCORPORATION

FEE SCHEDULE

- The initial license fee for a domestic corporation is computed at the rate of 1/20th of 1 percent (50¢ per \$1,000) of the amount of stated capital and paid-in surplus, with a minimum of 50¢.
- The initial franchise tax is assessed at the rate of 1/10th of 1 percent (\$1.00 per \$1,000) on the stated capital and paid-in surplus represented in this state, with a minimum of \$25.00 and a maximum of \$1,000,000.
- The filing fee is \$75.00

The minimum total fees due (license fee + franchise tax + filing fee) where all the property and business is in Illinois, or where the corporation elects to pay on that basis is \$100.50. If you would like the fees computed for you, please call the Department of Business Services in Springfield.

RETURN TO:

Department of Business Services
Corporation Division
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-6961

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FORM **BCA 5.10/5.20** (rev. Dec. 2003)
**STATEMENT OF CHANGE OF
 REGISTERED AGENT AND/OR
 REGISTERED OFFICE**
 Business Corporation Act

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

**FILED****APR 25 2005**

**JESSE WHITE
 SECRETARY OF STATE**

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 check or money order payable
 to the Secretary of State.

File # D5870-8615 Filing Fee: \$25.00 Approved: βi
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. **CORPORATE NAME:** Carbide Specialties Inc

2. **STATE OR COUNTRY OF INCORPORATION:** Illinois

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):

Registered Agent	<u>Aline</u>	<u>Staron</u>	✓
	<i>First Name</i>	<i>Middle Name</i>	<i>Last Name</i>
Registered Office	<u>120 W. Rte 173</u>	<u>P.O. Box 537</u>	✓
	<i>Number</i>	<i>Street</i>	<i>Suite No. (A P.O. Box alone is not acceptable)</i>
	<u>Island Lake</u>	<u>60042</u>	<u>Lake</u>
	<i>City</i>	<i>ZIP Code</i>	<i>County</i>

4. Name and address of the registered agent and registered office shall be (after all changes herein reported):

Registered Agent	<u>Greg</u>	<u>Miller</u>	
	<i>First Name</i>	<i>Middle Name</i>	<i>Last Name</i>
Registered Office	<u>1006 E Waverly Drive</u>	<u>P.O. Box 537</u>	
	<i>Number</i>	<i>Street</i>	<i>Suite No. (A P.O. Box alone is not acceptable)</i>
	<u>Arlington Heights</u>	<u>60004</u>	<u>Cook</u>
	<i>City</i>	<i>ZIP Code</i>	<i>County</i>

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)

- a. By resolution duly adopted by the board of directors.
 b. By action of the registered agent.

(Note 5)

(Note 6)

PAID
 APR 27 2005

**DEPARTMENT OF
 BUSINESS SERVICES**

SEE REVERSE SIDE FOR SIGNATURE(S).

UNOFFICIAL COPY

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated 3-3-05, 2005
 (Month & Day) (Year) (Exact Name of Corporation)
Paul Fisher
 (Any Authorized Officer's Signature)
PAUL FISHER
 (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated _____, _____
 (Month & Day) (Year) (Signature of Registered Agent of Record)

(Type or print name. If the registered agent is a corporation, type or print the name and title of the officer who is signing on its behalf.)

NOTES

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Property of Cook County Clerk

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

I hereby certify that this is a true and correct copy, consisting of 5 pages, as taken from the original on file in this office.



Jesse White
JESSE WHITE
SECRETARY OF STATE

DATE: May 31, 2005

BY: Jess Quatlander