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Substitute Form BCA-2.10


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Secretary of State

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SEP 12 2005

JESSE WHITE
SECRETARY OF STATE

Date 9-12-05
Franchise Tax \$ 25-
Filing Fee \$ 150-
Approved:  175-

**ARTICLES OF INCORPORATION
OF
CORNELIA ASHLAND DEVELOPMENT CORP.**

TO: Jesse White, Secretary of State of Illinois:

Pursuant to the provisions of The Illinois Business Corporation Act of 1983, as amended (the "Act"), the undersigned incorporator hereby adopts the following Articles of Incorporation:

Article I

CORPORATE NAME

The name of the corporation shall be Cornelia Ashland Development Corp.

Article II

REGISTERED AGENT

The initial registered agent of the corporation shall be Michael J. Tuchman, and the initial registered office of the corporation shall be at 2 N. LaSalle, Suite 1300, Chicago, Cook County, Illinois 60602.

Article III

ORGANIZATIONAL PURPOSE

The corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under The Illinois Business Corporation Act of 1983, as amended.



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Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 09/16/2005 10:11 AM Pg: 1 of 3

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Article IV

SHARES

Paragraph 1. The authorized shares, issued shares and consideration received therefor shall be:

Class	Par Value Per Share	No. Shares Authorized	No. Shares Issued	Consideration Received
Common	None	10,000	1,000	\$10,000.00

Paragraph 2. The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: NONE

Article V

DIRECTORS

(Optional)

The initial number of directors constituting the initial board of directors of the corporation shall be _____ members.

The names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Name

Residential Address

Article VI

PAID IN CAPITAL

(Optional)

It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____

It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____

It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____

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: \$ _____

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Article VII

OTHER PROVISIONS

Provisions relating to the authorization of preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual are (all Article and Section references are to the Act):

Pursuant to the authority of Sections 10.20(d), 11.20(b), 11.60(e) and 12.15 (d), the approval of an Organic Event (as hereinafter defined) shall require (i) the affirmative vote of the holders of (A) a majority of the outstanding shares entitled to vote on the matter and (B) a majority of the outstanding shares of each class or series of shares entitled to vote on the matter as a class and (ii) such other action as is prescribed by the Act and, to the extent not inconsistent therewith, by the by-laws of the Corporation.

An Organic Event means (I) any amendment to these articles which cannot be made pursuant to Section 10.20 or Section 10.15, (II) any merger, consolidation or share exchange described in Article 11 to which Section 11.20(a) applies, (III) any sale, lease or exchange of assets other than in the usual and regular course of business described in Section 11.60, and (IV) any voluntary dissolution by vote of the shareholders described in Section 12.15.

* * *

The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in these Articles of Incorporation are true.

Dated: September 9, 2005



Michael J. Tuchman
2 N. LaSalle, Suite 1300
Chicago, Illinois 60602

County Clerk's Office