## UNOFFICIAL COPY

FORM **BCA 12.20** (rev. Dec. 2003) **ARTICLES OF DISSOLUTION**Business Corporation Act

Secretary of State Department of Business Services Springfield, IL 62756 217-782-6961 www.cyberdriveillinois.com

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

FILED

'APR 1 2 2007

JESSE WHITE SECRETARY OF STATE Doc#: 0711618057 Fee: \$26.00

Eugene "Gene" Moore

Cook County Recorder of Deeds
Date: 04/26/2007 11:59 AM Pg: 1 of 2

			File #	6489-37/	Filing Fee	: \$5 Appı	roved:		
1	- Co	Submit in dur	Noble Pointe Inc.	rint clearly in black in	ık ——— Do not wr	te above th	is line		
	Po		which the secretary of	State may mail a cop	y of any process ser	ved upon i	t against the corpo-		
3.		ssolution of the Corpo	pration was duly authoriz	zed or.	March 29 Month & Day	, 2007 Yea	in the manner		
	Mark an "X" in one box only.								
	ū	By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected; or by a majority of the board of directors, it, accordance with Section 12.05, the Corporation having issued no shares as of the authorization of the dissolution. See Notes 1 and 2 on reverse.)							
	M	By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12.10 board of director action not being required. (See Note 3 on reverse.)							
		By the shareholders, in accordance with Section 12.15, a resolution having prenduly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the dissolution. (See Note 3 on reverse.)							
	ū	By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution having peer duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Note 3 on reverse.)							
4.	a.	a. List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property, share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or reclassification of issued shares), and give the value of the entire consideration received therefor, less expenses; list any amounts added or transferred to paid-in capital, without the issuance of shares. (See Note 4 on reverse.)							
		Date of Issuance or Contribution	Class	Par Value	Number o Shares Issu		Entire Consideration Received		
							\$		
							\$		
						TOTAL	\$		

(COMPLETE BOTH SIDES OF DOCUMENT)

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b. List all cancellations of shares not previously reported to the Secretary of State and give the cost.

Date of Cancellation	Class	Number of Shares Cancelled	Cost
			\$
			\$
		TOTAL	\$
Issued shares at date of exec	aution:		
	Series	Par Value	Number of Shares
Class Common	Selles	None	1,000
Common			
. Paid-in capital at date of exec	cution:	Paid-in Capital \$	1,000.00
O h	o torms "Stated Canital".	and "Paid-in Surplus" and is equal to the to	otal of these accounts.
Angelo Laskaris, Pre Name and T If dissolution is authorized b and type or print name and ti	Officer's Signature esident (itle (type or print) by the incorporators or tite.	by the board of directors, a majority of	them must sign belo
	der penalties of perjury,	that the facts stated herein are true and co	
DatedMonth &	Day Yea	Fxact Name of Corpo	oration

- 1. Incorporators are authorized to dissolve a corporation ONLY before any shares have been issued AND Futore any directors have been named or elected. The signatures of a majority of the incorporators must appear on these Articles of Discolution.
- Directors are authorized to dissolve a corporation ONLY before any shares have been issued. In the event there are no officers, the signature of a majority of the directors or such directors as many be designated by the board must appear on these Articles of Dissolution.
- All dissolutions not authorized by the incorporators or the directors must be authorized by the shareholders.
  - · Shareholders may authorize dissolution by their unanimous written consent. This does not require any action of the board of directors and does not require a shareholders meeting.
  - · Shareholder authorization may also be by vote at a shareholders meeting or by less than unanimous consent, in writing, without a
  - To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding shares entitled to vote on dissolution and, if class voting applies, then also at least two-thirds of the votes within each class.
  - If the Articles of Incorporation so provide, the two-thirds vote requirement may be superseded by any smaller or larger vote requirement, not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class vot-
  - · When shareholder authorization is by less than unanimous written consent, all shareholders must be given notice of the proposed dissolution action at least five days before the consent is signed. Shareholders who have not signed the consent must be given prompt notice that dissolution was duly authorized.
- 4. In the event of an increase in paid-in capital, all applicable franchise taxes, penalties and interest must be paid before this document can be accepted for filing.