UNOFFICIAL CO373/0012 27 001 Page 1 of

1998-11-30 10:24:20

Cook County Recorder

25.50

File Number

. A.

5640-027-3



State of Allinois Office of The Secretary of State

Whereas,

ARTICLES OF DISSOLUTION OF EMSHAPAT 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 17TH

day of NOVEMBER A.D. 19 98 and of the Independence of the United States the two

hundred and 23R

George 4 Ryan

Secretary of State

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orn	n B	CA-12.20	ARTICL	ES OF DISSO	LUTION		
Rev	/. Jan	. 1995)				File # 1) 564	to-027-3
		I. Ryan	•	e for use by Secreta	•	SUBMIT IN D	UPLICATE
		of State ent of Business Services	F	ILED		This space	
		d, IL 62756 e (217) 782-2353	1		\$	Secretary Date //	17.58
	-	sos.state.il.us	ļ	10V 17 1998	.3	Franchise Tax	\$
			GEC	RGE H. RYAN		Filing Fee Penalty	\$ 5.00 \$
		ment in check or money able to "Secretary of State."		TARY OF STATE	11	Interest Approved:	
Marin Barre	COI	RPORATE NAME:	ENS	HAPAT IN	c d		
; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ;	Posi	t office address to which	inav be mailed a	copy of any process	against the cor	poration that may h	e served on the
	7 1	relary of State:	11	,,,			11
	·• ·	9858 N				TIAM.	}
		stokie_	<u> </u>	60076			
3.		olution of the corporation		rzeJon	OCT	_3	, 19 <u>98</u>
	in th	e manner indicated belov		Mark an "X" in one bo	x only)		
		By a majority of the incornave been elected; or be having issued no share	by a majority of th	ne board of directors	, in accordance to tion.		the corporation
					1 27:01'E		(Notes 1 & 2)
	$ \Sigma $	By a written consent sig board of director action			te on dissolution	, in accordance with	n Section 12.10,
		*	,		0,		(Note 3)
		By the shareholders, in the shareholders. At a and by the Articles of In	meeting of share	holders, not less that	n the minimum r		
		·	•			$O_{\mathcal{F}_{\mathcal{C}_{\alpha}}}$	(Note 3)
-		By the shareholders, in submitted to the shareh minimum number of vo- consented in writing have	iolders. A-conseites required by s	nt-in-writing-has-bee statute and by the Ar	n signed by sha ticles of Incorpo	reholders having a ration. Shareholder	of-less-than the
					<u> </u>		(Note 3)
	<i>(</i> - \	tian all languages (C.)		TE ONLY WHEN APP	·	Control of the second	
٠.	(a) 	List all issuances of sha other property, share di exchange or reclassifica expenses; list any amo	vidends, share sp ation of issued sha	plits, share exchange ares) and give the val	s pursuant to Se ue of the entire o	ection 11.10, and sh consideration receiv	ares to effect an ed therefor, less
		Date of Issuance or Contribution	Class	Par Value	Number of Shares Issue		e Consideration Received

	Date of Cancellation	Class	Number of Shares (Cancelled	Cost
					\$
		gre ze			\$
	·			TOTAL	\$
	Issued shares at date of execution Class	on: // Series	Par Value		Number of Shares
		/	,		
		<u></u>			
	Paid-in capital at date of execution	on:	•		
					. 1050
("F	Paid-in Capital" replaces the terms				
_	Paid-in Capital" replaces the terms The undersigned corporation has affirms, under penalties of perjury	"Stated Capital" and state state	nd "Paid-in Surplus" and i	s equal to the	total of these accounts ed officers*, each of wh
_	The undersigned corporation has affirms, under penalties of perjury	"Stated Capital" and seconds state state state state.	ment to be signed by its ted herein are true. (All si	duly authorized gnatures mus	e total of these accounts ed officers*, each of what be in <u>BLACK INK.</u>)
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- 2. 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 may 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 meeting.
 - To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on dissolution and, if class voting applies, then also at least 2/3 of the votes within each class.
 - If the Articles of Incorporation so provide, the 2/3 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 voting applies.

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.