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3652/0344 89 001 Page 1 of 3
1998-12-02 15:36:09
Cook County Recorder 25.00

File Number 1345-872-3



State of Illinois
Office of
The Secretary of State

169-21

Whereas,

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF
GILBANE, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF RHODE ISLAND HAS 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 23RD
day of NOVEMBER A.D. 19 98 and of
the Independence of the United States the two
hundred and 23RD



George H Ryan

Secretary of State

BOX 170



1345-8723

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James R. Langevin, Secretary of State

Date: November 10, 1998

Gilbane, Inc.
(Articles of Amendment - 2 Pages)

A TRUE COPY WITNESSED UNDER THE SEAL OF THE STATE
OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

FILED

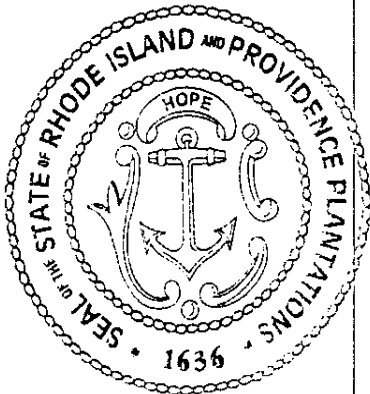
NOV 23 1998

GEORGE H. RYAN
SECRETARY OF STATE

James R. Langevin

Secretary of State

By Debra Antoselli



BOX 170

Form **BCA-13.40**
(Rev. Jan. 1995)

**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**

File #
F1345-870-3

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1837

FILED

NOV 23 1998

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 11-23-98

Filing Fee \$25.00

Approved: *[Signature]*

- 1. (a) CORPORATE NAME: Gilbane Building Company
- (b) If changed, NEW CORPORATE NAME: Gilbane, Inc. *[Signature]*
- (c) (Complete only if the new corporate name is not available in this state.)

ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

- 2. (a) State or Country of Incorporation: Rhode Island
- (b) If changed, Period of Duration: No Change

- 3. (a) If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:
(If not sufficient space for this point, use reverse side or add one or more sheets of this size.)

EXPEDITED
NOV 23 1998
SECRETARY OF STATE

4. This application is accompanied by a copy of the Articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated October 23 1998

Gilbane, Inc.
(Exact Name of Corporation)

attested by *[Signature]*
(Signature of Secretary or Assistant Secretary)

by *[Signature]*
(Signature of President or Vice President)

Robert V. Gilbane, Secretary
(Type or Print Name and Title)

Ken Alderman, Vice President
(Type or Print Name and Title)

C-196.6

BOX 170