

UNOFFICIAL COPY

File Number

6519-304-3



0832403031

Doc#: 0832403031 Fee: \$48.25
Eugene "Gene" Moore

Cook County Recorder of Deeds

Date: 11/19/2008 10:11 AM Pg: 1 of 6

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 5 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR MCGRATH CITY HYUNDAI, INC.. *****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 10TH day of OCTOBER A.D. 2008 .

Jesse White

Authentication #: 0828401517

Authenticate at: <http://www.cyberdriveillinois.com>

SECRETARY OF STATE

34
MC
1/3/10

T-433 P.002/004 F-803

FORM **BCA 2.10** (rev. Dec. 2003)
ARTICLES OF INCORPORATION
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
 Springfield, IL 62756
 217-782-9522
 217-782-6961
www.cyberdriveillinois.com

Remit payment in the form of a cashier's check, certified check, money order or an Illinois attorney's or CPA's check payable to Secretary of State.

FILED: 10/02/2006

JESSE WHITE

SECRETARY OF STATE

See Note 1 on back to determine fees

Filing Fee: \$150 Franchise Tax \$ 75.00 Total \$ 225.00 File # 65193043 Approved: _____
 ----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line **KAK** -----

1. Corporate Name: McCrath City Hyundai, Inc.

The corporate name must contain the word "corporation," "company," "incorporated," "limited" or an abbreviation thereof.

2. Initial Registered Agent: Roger K. Frandsen
First Name Middle Initial Last Name

Initial Registered Office: 2425 Royal Boulevard
 Number Street Suite No. (P.O. Box alone is unacceptable)
 Elgin IL 60123 Kane
 City ZIP Code County

3. Purposes(s) for which the corporation is organized:
(If more space is needed, attach additional 8 1/2" x 11" sheets.)

The transaction of any or all lawful businesses for which corporations may be incorporated under the Illinois Business Corporation Act.

4. Paragraph 1 — Authorized Shares, Issued Shares and Consideration Received:

Class	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Thereof
Class A Common	5000	50	5,000.00
Class B Common	45000	450	\$ 45,000.00

TOTAL = \$ 50,000.00

Paragraph 2 — The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: SEE ATTACHED PAGE

(If more space is needed, attach additional 8 1/2" x 11" sheets.)

(cont. on back)

SEE ATTACHED

10/02/2006 11:37AM

10-02-2006 11:36am

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From: BRADY JENSEN

0470950343

T-493 P.003/004 F-803

ITEMS 5, 6 AND 7 ARE OPTIONAL

5. a. Number of Directors constituting the initial board of directors of the corporation: _____
 b. Names and Addresses of persons serving as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Address	City, State, ZIP

6. a. It is estimated that the value of the 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 that will be transacted by the corporation during the following year will be: \$ _____
 d. 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: \$ _____

7. Other Provisions: Attach a separate 8 1/2" x 11" sheet 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.).

NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

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

Dated October 2, 2005
 Month & Day Year

Signature and Name	Address
1. <u>Roger K. Frandsen</u> Signature Roger K. Frandsen Name (type or print)	1. <u>2425 Royal Boulevard</u> Street Elgin IL 60123 City/Town State ZIP Code
2. _____ Signature Name (type or print)	2. _____ Street City/Town State ZIP Code
3. _____ Signature Name (type or print)	3. _____ Street City/Town State ZIP Code

Signatures must be in **BLACK INK** on an original document. Carbon copy, photocopy 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 a duly authorized corporate officer. Type or print officer's name and title beneath signature.

Note 1 — Fee Schedule:

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state. (The minimum initial franchise tax is \$25.)
- The filing fee is \$150.
- The minimum total due (franchise tax + filing fee) is \$175.

Note 2 — Return to:

Brady & Jensen, LLP

Firm name

Roger K. Frandsen

Attention

2425 Royal Blvd.

Mailing Address

Elgin, IL 60123

City, State, ZIP Code

10-02-2006 11:37am

UNOFFICIAL COPY

From: RAY JENSEN

8476953243

T-433 P 004/004 F-803

ATTACHMENT TO ARTICLES OF INCORPORATION (FORM BCA 2.10)
FOR
MCGRATH CITY HYUNDAI, INC.

ARTICLE 4

Paragraph 2. The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: Each share of Class A Voting Common Stock and Class B Non-voting Common Stock shall have identical rights and privileges, except that Class B Non-voting Common Stock shall have no voting rights, except as otherwise required by statute. With respect to voting powers, except as otherwise required by the Illinois Business Corporation Act of 1983 or other applicable law, the holders of Class A Voting Common Stock shall possess all voting powers for all purposes, including, by way of illustration and not of limitation, the election of directors, and the holders of Class B Non-voting Common Stock shall have no voting powers whatsoever; and no holder of Class B Non-voting Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or its shareholders or be entitled to notification as to any meeting of the Board of Directors or the shareholders. The holders of Class B Non-Voting Common Stock shall not be counted in determining a quorum of shareholders at any annual or special meeting of shareholders.

Each holder of record of shares of Class A Voting Common Stock of this Corporation shall be entitled to one (1) vote for each share thereof standing registered in his name on the books of the Corporation.

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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
 501 S. Second St., Rm. 350
 Springfield, IL 62756
 217-782-3647
 www.cyberdriveillinois.com

FILED**SEP 09 2008**

JESSE WHITE
 SECRETARY OF STATE

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

File # 6019-304-3 Filing Fee: \$25 Approved: JH
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. Corporate Name: McGrath City Hyundai, Inc.



2. State or Country of Incorporation: Illinois

3. Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):

Registered Agent: <u>Roger</u>	<u>K.</u>	<u>Frandsen</u>
First Name	Middle Name	Last Name
Registered Office: <u>2425</u>	<u>Royal Boulevard</u>	
Number	Street	Suite # (P.O. Box alone is unacceptable)
<u>Elgin</u>	<u>60123</u>	<u>Kane</u>
City	ZIP Code	County

4. Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):

Registered Agent: <u>Roger</u>	<u>K.</u>	<u>Frandsen</u>
First Name	Middle Name	Last Name
Registered Office: <u>1250</u>	<u>W. Division Street</u>	
Number	Street	Suite # (P.O. Box alone is unacceptable)
<u>Chicago</u>	<u>60622-60642</u>	<u>Cook</u>
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)
- ☐ Resolution duly adopted by the board of directors. (See Note 5 on reverse.)
 - ☒ Action of the registered agent. (See Note 6 on reverse.)

SEE REVERSE FOR SIGNATURE(S).

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 and correct.

If change of registered office by registered agent, sign here. (See Note 6 below.)
The undersigned, under penalties of perjury, affirms that the facts stated herein are true and correct.

Dated SEPT 3 2008
 Month & Day Year

Signature of Registered Agent of Record
Roger K. Frandsen
 Roger K. Frandsen
 Name (type or print)
 If Registered Agent is a corporation,
 Name and Title of officer who is signing on its behalf.

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 (P.O. Box alone is unacceptable).
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, 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 be signed by a duly authorized officer.
6. The registered agent may report a change of the registered office of the corporation for which he/she is a 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.