



0921704112

FORM **BCA 10.30** (rev. Dec. 2003)  
**ARTICLES OF AMENDMENT**  
Business Corporation Act

Doc#: **0921704112** Fee: **\$40.00**  
Eugene "Gene" Moore  
Cook County Recorder of Deeds  
Date: 08/05/2009 01:41 PM Pg: 1 of 3

Secretary of State  
Department of Business Services  
Springfield, IL 62756  
217-782-1832  
www.cyberdriveillinois.com

**FILED**

**JUL 21 2009**

**JESSE WHITE**  
**SECRETARY OF STATE**

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

File # 4175-918-6 Filing Fee: \$50 Approved: \_\_\_\_\_

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (See Note 1 on page 4.): GLEN ELSTON NURSING & REHABILITATION CENTRE, LTD.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on JULY 14 2009  
in the manner indicated below: Month & Day Year

Mark an "X" in one box only.

- By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected. (See Note 2 on page 4.)
- By a majority of the board of directors, in accordance with Section 10.10, the Corporation having issued no shares as of the time of adoption of this amendment. (See Note 2 on page 4.)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment. (See Note 3 on page 4.)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly 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 amendment. (See Note 4 on page 4.)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been 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 Notes 4 and 5 on page 4.)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (See Note 5 on page 4.)

3. Text of Amendment:

a. When amendment effects a name change, insert the New Corporate Name below. Use page 2 for all other amendments.

Article I: Name of the Corporation: \_\_\_\_\_  
New Name

(All changes other than name include on page 2.)

24

# UNOFFICIAL COPY

## Text of Amendment

- b. If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety.  
**For more space, attach additional sheets of this size.**

The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 100 shares divided into the following classes:

- a) 1 share of Voting Common Stock, no par value per share; and
- b) 99 shares of Non-Voting Common Stock, no par value per share.

Each share of Voting Common Stock will have such voting powers, and preferences and relative participating, optional or other special rights and qualifications, limitations or restrictions as are set forth below:

a) The Voting Common Stock and Non-Voting Common Stock will have identical rights, powers and preferences (including, without limitation, dividend rights and rights upon liquidation), except that the Non-Voting Common Stock shall not have voting rights, except as may be expressly required by law.

b) Each share of Voting Common Stock will entitle the holder thereof to one vote, in person or by proxy, at any and all meetings of shareholders of the Corporation and all matters which may come before such meetings.

The exchange results in one share of Voting Common Stock, no par value issued and ninety-nine shares of Non-Voting Common Stock, no par value issued.

# UNOFFICIAL COPY

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows (If not applicable, insert "No change"): Each of the currently issued and outstanding 100 shares of Class 1, no par value, shall be cancelled and exchanged as follows: The exchange results in one share of Voting Common Stock, no par value issued and ninety-nine shares of Non-Voting Common Stock, no par value issued.

5. a. The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital is as follows (If not applicable, insert "No change"):  
(Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)

NO CHANGE

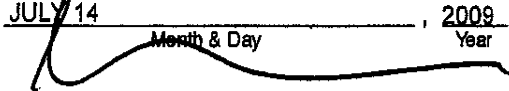
b. The amount of paid-in capital as changed by this amendment is as follows (if not applicable, insert "No change"):  
(Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)  
(See Note 6 on page 4.)

	Before Amendment	After Amendment
Paid-in Capital:	\$ 10,000	\$ 10,000

Complete either Item 6 or Item 7 below. All signatures must be in BLACK INK.

6. 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.

Dated JULY 14, 2009, GLEN ELSTON NURSING & REHABILITATION CENTRE,  
Month & Day Year Exact Name of Corporation

  
Any Authorized Officer's Signature

SIDNEY GLENNER, President  
Name and Title (type or print)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, a majority of the directors, or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_