

UNOFFICIAL COPY

Mail/Box to:
Real Estate Department
SCI Shared Resources LLC
1929 Allen Parkway
Houston, TX 77019



Doc# 1722734109 Fee \$52.00

RHSP FEE:\$9.00 RPRF FEE: \$1.00

KAREN A. YARBROUGH

COOK COUNTY RECORDER OF DEEDS

DATE: 08/15/2017 03:53 PM PG: 1 OF 8

This instrument was prepared by:
Real Estate Department
SCI Shared Resources LLC
1929 Allen Parkway
Houston, TX 77019

170103746NC
23 2/2

MERGER AFFIDAVIT

STATE OF ILLINOIS

§

KNOWN ALL MEN BY THESE PRESENTS

COUNTY OF COOK

§

§

Before me, a duly commissioned Notary Public, personally appeared Michael L. Decell, the Vice President of SCI Illinois Services, LLC, an Illinois limited liability company, formerly known as SCI IL Conversion, LLC, an Illinois limited liability company, as successor by merger to SCI Illinois Services, Inc., an Illinois corporation, known to me and who, after being by me duly sworn, on oath states the following and executes this Affidavit for the benefit of SCI Illinois Services, LLC, an Illinois limited liability company (the "Owner"):

1. The Affiant is over the age of 18 years of age and has reasonable knowledge as to the ownership of property described on **Exhibit "A"** (hereinafter called the "Property");
2. The Affiant states that he/she received the certified documents listed below in their original certified form from the respective government offices and has attached a true and correct copy of these same documents as the corresponding exhibits in order to complete the county records as to the ownership of said Property.
 - a. **Exhibit "B"** – A certificate from the State of Illinois certifying that SCI Illinois Services, Inc., an Illinois corporation, merged into SCI IL Conversion, LLC, an Illinois limited liability company effective December 31, 2016. Per the third paragraph of the Plan of Merger attached to said certificate, SCI IL Conversion, LLC, an Illinois limited liability company, immediately changed its name to SCI Illinois Services, LLC, an Illinois limited liability company.

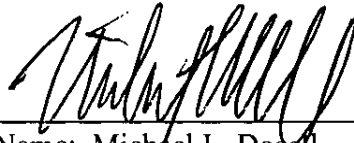
The Affiant is setting forth this affidavit to clear or complete the chain of title to said Property into the aforementioned Owner so that Chicago Title Insurance Company or any other underwriter or title agent, may issue a commitment and subsequent policy without exception to title issues relating to the merger and chain of title to the Property.

CCRD REVIEW

UNOFFICIAL COPY

Executed this the 7th day of August 2017.

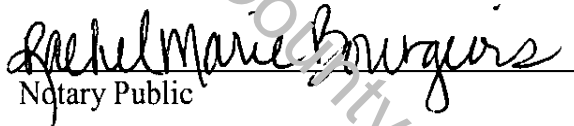
Affiant:

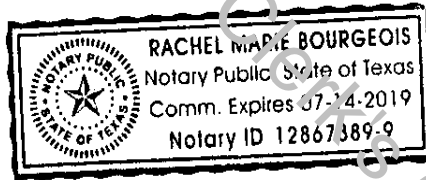


Name: Michael L. Decell
Title: Vice President of SCI Illinois Services, LLC,
an Illinois limited liability company

STATE OF TEXAS)
)
COUNTY OF HARRIS)

Subscribed and sworn to before me by Michael L. Decell, the Vice President of SCI Illinois Services, LLC, an Illinois limited liability company, on this the 7th day of August 2017.


Notary Public



Property of Court
County Office

UNOFFICIAL COPY

EXHIBIT A

Lots 30, 31, 32, 33, 34, 35, 38, 39, 40 and 41 in Block 12, in Waterman's Addition to Morrell Park and Elsdon being a subdivision of the East 3/4 of the North 1/2 of the South East 1/4 of Section 11, Township 38 North, Range 13 East of the Third Principal Meridian in Cook County, Illinois.

Permanent Index Numbers:

19-11-412-029-0000; 19-11-412-030-0000; 19-11-412-031-0000; 19-11-412-032-0000; 19-11-412-035-0000; 19-11-412-036-0000; 19-11-412-037-0000; 19-11-412-038-0000; 19-11-412-039-0000; and 19-11-412-040-0000

Commonly Known As: 5218 S, Kedzie Ave., Chicago, IL

Property of Cook County Clerk's Office

UNOFFICIAL COPY

EXHIBIT B



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 22, 2016

4987-504-5

ILLINOIS CORPORATION SERVICE COMPANY
801 ADLAI STEVENSON DR
SPRINGFIELD IL 62703

RE SCI ILLINOIS SERVICES, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND ARTICLES OF MERGER REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

Jesse White

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

Property of Cook County Clerk's Office

UNOFFICIAL COPY

FORM **BCA 11.39** (rev. Dec. 2003)
**ARTICLES OF MERGER
BETWEEN ILLINOIS CORPORATIONS
AND LIMITED LIABILITY COMPANIES**
Business Corporation Act

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-6961
www.cyberdriveillinois.com

FILED

DEC 22 2016

JESSE WHITE
SECRETARY OF STATE

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

The filing fee is \$100, but if merger
involves more than two corporations,
submit \$50 for each additional corporation.

File # 49875045 Filing Fee: \$ 100.00 Approved: [Signature]

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

1. Names of Corporations and Limited Liability Companies proposing to merge and State or Country of organization or incorporation:

Name of Corporation or Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
<u>SCI Illinois Services, Inc.</u>	<u>Illinois</u>	<u>49875045</u>
<u>SCI IL Conversion, LLC</u>	<u>Illinois</u>	<u>06079083</u>

2. The laws of the state or country under which each Corporation and Limited Liability Company are organized, permit such merger.

3. a. Name of Surviving Party: SCI IL Conversion, LLC

b. Corporation or Limited Liability Company shall be governed by the laws of: Illinois

For more space, attach additional sheets of this size.

4. Plan of merger is as follows:

See attached Plan of Merger.

UNOFFICIAL COPY

5. Plan of merger was approved, as to each Limited Liability Company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

Mark an "X" in one box only for each Illinois Corporation.

Name of Corporation	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (§11.20)	By written consent of the 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 §7.10. (§11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
SCI Illinois Services, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if survivor is an Illinois Corporation or an Illinois Limited Liability Company.

It is agreed that, upon and after the filing of Articles of Merger by the Secretary of State of the State of Illinois:

- a. The surviving Limited Liability Company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving Limited Liability Company.
- b. The Secretary of State of the State of Illinois shall be and is hereby irrevocably appointed as the agent of the surviving Limited Liability Company to accept service of process in any such proceedings, and
- c. The surviving Limited Liability Company will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

UNOFFICIAL COPY

7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK.

Dated December 21, 2016 SCI Illinois Services, Inc.
Month & Day Year Exact Name of Corporation
CB
Any Authorized Officer's Signature
Curtis G. Briggs, Vice President
Name and Title (type or print)

Dated December 21, 2016 SCI Illinois Services, Inc.
Month & Day Year Exact Name of Corporation
Janet Key
Any Authorized Officer's Signature
Janet Key, Secretary
Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK.

Dated December 21, 2016 SCI IL Conversion, LLC
Month & Day Year Exact Name of Limited Liability Company
Janet Key
Signature
Janet Key, Manager
Name and Title (type or print)

Dated _____, _____, _____
Month & Day Year Exact Name of Limited Liability Company

Signature

Name and Title (type or print)

UNOFFICIAL COPY

PLAN OF MERGER

Plan of Merger of SCI Illinois Services, Inc. (the "Corporation"), an Illinois corporation, into SCI IL Conversion, LLC (the "Limited Liability Company"), an Illinois limited liability company.

The same entity (the "Owner") is the sole shareholder in the Corporation and the sole member in the Limited Liability Company.

The Corporation and the Limited Liability Company propose to merge into the Limited Liability Company effective as of December 31, 2016, with the Limited Liability Company, an Illinois limited liability company, to be the surviving entity. The street address of the Limited Liability Company's principal place of business is 1929 Allen Parkway, Houston, Texas 77019. Upon the filing of the Articles of Merger reflecting this Plan of Merger with the Illinois Secretary of State and effective as of December 31, 2016, (a) the merger shall be consummated, (b) the name of the Limited Liability Company shall change to SCI Illinois Services, LLC and (c) all of the outstanding shares of the Corporation shall be converted into interests in the Limited Liability Company, with the Owner to continue to own all of the interests in the Limited Liability Company.

The merger of the Corporation into the Limited Liability Company is intended to qualify as an "A" reorganization as described in Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

This Plan of Merger is to be adopted and approved by (x) the board of directors of the Corporation as provided in Section 11.05 of the Illinois Business Corporation Act of 1983, as amended (the "BCA"), (y) the Owner, the sole shareholder in the Corporation, as provided in Section 7.10 of the BCA, and (z) the managers of the Limited Liability Company and the Owner, the sole member in the Limited Liability Company, in the manner required by its Limited Liability Company Agreement, the operating agreement of the Limited Liability Company.