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SIXTH RESTATEMENT OF ARTICLES OF INCORPORATION OF CONCERT INSURANCE COMPANY

ARTICLE I

Name



The name of the corporation is Concert Insurance Company (hereinafter called the "Company").

ARTICLE II

Incorporation

KAREN A. YARBROUGH
COOK COUNTY CLERK

DATE: 03/15/2022 03:50 PM PG: 1 OF 3

The Company was incorporated under the Illinois Insurance Code (the "Code").

ARTICLE III

Principal Office

The principal office of the Company is located at 1701 Golf Road, Suite 1-1110, Rolling Meadows, Illinois, Cook County, Illinois.

ARTICLE IV

Duration

The Company shall have perpetual existence.

ARTICLE V

Purposes and Kinds of Businesses

The purposes of the Company are:

1. to engage in the business of and transact all of the kinds of insurance in Classes 2(a), (b), (c), (d), (e), (f), (g), (h), (i), (j), (k) and (l), and 3(a), (b), (c), (d), (e), (f), (g), (h) and (i), of Section 4 of the Code, 215 ILCS 5/4;
2. to engage in any other business activity reasonably complementary or supplementary to its insurance business, either to the extent necessarily or properly incidental to the insurance business the Company is authorized to do or to the extent approved by the Director of Insurance of the State of Illinois ("Director"), if such approval is required by law at the time; and
3. to engage in any other lawful business or activity.

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ARTICLE VI

Directors

The corporate powers of the Company shall be exercised by a board of directors (the "Board of Directors") consisting of not less than three or more than twenty-one persons as fixed from time to time in the Company's By-laws. At least three of the directors shall be residents and citizens of the State of Illinois. The directors shall be elected by the shareholders at each annual meeting of the Company, subject to such further provisions as are contained in the Company's By-Laws. Any vacancy in the Board of Directors due to death, resignation, removal, or otherwise, and any directorship to be filled by reason of an increase in the number of directors, may be filled by election at an annual meeting or at a special meeting of shareholders called for that purpose. The terms of office of the directors shall be fixed from time to time in the Company's By-laws.

ARTICLE VII

Stock

The aggregate amount of capital stock the Company shall have authority to issue is four million five hundred thousand (4,500,000) shares of common stock, having \$1.00 par value per share, making a total of \$4,500,000 authorized capital. Upon the Director's approval of the Fifth Restatement of Articles of Incorporation pursuant to §183(2) of the Code, 215 ILCS 5/183(2), the Company shall have four million five hundred thousand (4,500,000) issued and outstanding shares of common capital stock.

ARTICLE VIII

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any respect not in violation of law in the following manner: The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote of the shareholders at either an annual or special meeting. At such meeting, the proposed amendment shall be adopted upon receiving the affirmative vote of the holders of sixty-six percent (66%) of the outstanding shares. Upon the adoption of the amendment, the restated articles of incorporation shall be delivered to the Director for such approval or disapproval as may be required by law at the time of the adoption of the amendment.

ARTICLE IX

Governing Law

The Company shall be bound by all the terms and provisions of the Code applicable to similar domestic companies organized or incorporated thereunder.

