

UNOFFICIAL COPY

File Number 5218-959-4

86095681



Whereas,

ARTICLES OF DISSOLUTION OF
LEAVITT, MATHESON & LENET, LTD.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE 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, Jim Edgar, 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 5TH

day of MARCH AD 1986 and

of the Independence of the United States

the two hundred and 10TH.



Jim Edgar
SECRETARY OF STATE

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1/11/2010

Property of Cook County Clerk's Office

1/11/2010

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BCA 12.20 (Rev. Jul. 1984)

Submit in Triplicate

Remit payment in Check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

JIM EDGAR
Secretary of State
State of Illinois

ARTICLES OF DISSOLUTION

File # 5218-959-4

This Space For Use By Secretary of State

Date 3-5-86

Filing Fee \$5-

Clerk [Signature]

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby adopts the following Articles of Dissolution.

ARTICLE ONE The name of the corporation is LEAVITT, MATHESON & LEHNT, LTD.

ARTICLE TWO The name and address of its registered agent and its registered office are:

Registered Agent	<u>Karen</u>	<u>Leavitt</u>
	<small>First Name</small>	<small>Last Name</small>
Registered Office	<u>6061 North Whipple</u>	
	<small>Number</small>	<small>Street</small>
	<u>Chicago</u>	<u>60659</u>
	<small>City</small>	<small>Zip Code</small>
		<u>Cook</u>
		<small>County</small>

ARTICLE THREE The dissolution of the corporation was duly authorized on January 10, 19 86, in the manner indicated below: ("X" 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; or by a majority of the board of directors, in accordance with Section 12.05, the corporation having issued no shares as of the authorization of the dissolution; (Note 1)
- By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12.10, board of director action not being required; (Note 2)
- By the shareholders, in accordance with Section 12.15, a resolution 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 dissolution; (Note 3)
- By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution 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. (Note 3)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated February 10, 19 86

LEAVITT, MATHESON & LEHNT, LTD.

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

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

Jay M. Leavitt
(Type or Print Name and Title)

Jayne E. Matheson
(Type or Print Name and Title)

If dissolution is authorized by the incorporators or by the board of directors, a majority of them must SIGN HERE.

If dissolution is authorized by the written consent of ALL the shareholders, ALL shareholders must SIGN HERE.

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

Dated February 10, 19 86

Jayne E. Matheson

[Signature]
Jay M. Leavitt

Being all the Shareholders
of the Corporation

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Form BCA-1229

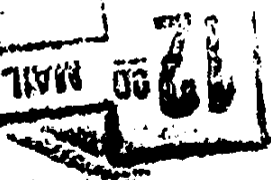
File No.

ARTICLES OF DISSOLUTION

Filing Fee \$5.00

MAR 5 1986

FILED



RETURN TO

GARFIELD + MERREL
SUITE 2300
205 W. RANDOLPH
CHICAGO, IL 60606

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 - 782-6961

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MAR 5 1986

PAID

#3103 # 2 * 86-095681
T#1111 TRM 213 03/11/86 10:27:00
DEPT-91 RECORDING \$12.25

INCORPORATORS ARE AUTHORIZED TO DISSOLVE A CORPORATION ONLY BEFORE ANY SHARES HAVE BEEN ISSUED AND BEFORE ANY DIRECTORS HAVE BEEN NAMED OR ELECTED. THE SIGNATURES OF A MAJORITY OF THE INCORPORATORS MUST APPEAR ON THESE ARTICLES OF DISSOLUTION.

NOTE 1:

INCORPORATORS ARE AUTHORIZED TO DISSOLVE A CORPORATION ONLY BEFORE ANY SHARES HAVE BEEN ISSUED AND BEFORE ANY DIRECTORS HAVE BEEN NAMED OR ELECTED. THE SIGNATURES OF A MAJORITY OF THE INCORPORATORS MUST APPEAR ON THESE ARTICLES OF DISSOLUTION.

NOTE 2:

DIRECTORS ARE AUTHORIZED TO DISSOLVE A CORPORATION ONLY BEFORE ANY SHARES HAVE BEEN ISSUED. THE SIGNATURES OF A MAJORITY OF THE DIRECTORS MUST APPEAR ON THESE ARTICLES OF DISSOLUTION.

NOTE 3:

ALL DISSOLUTIONS NOT AUTHORIZED BY THE INCORPORATORS OR THE DIRECTORS MUST BE AUTHORIZED BY THE SHAREHOLDERS.

SHAREHOLDERS MAY AUTHORIZE DISSOLUTION BY THEIR UNANIMOUS WRITTEN CONSENT. THIS DOES NOT REQUIRE ANY ACTION OF THE BOARD OF DIRECTORS AND DOES NOT REQUIRE A SHAREHOLDERS' MEETING.

SHAREHOLDER AUTHORIZATION MAY ALSO BE BY VOTE AT A SHAREHOLDERS' MEETING OR BY LESS THAN UNANIMOUS CONSENT, IN WRITING, WITHOUT A MEETING.

TO BE EFFECTIVE, THE DISSOLUTION MUST RECEIVE THE AFFIRMATIVE VOTE OR CONSENT OF THE HOLDERS OF AT LEAST 2/3S OF THE OUTSTANDING SHARES ENTITLED TO VOTE ON DISSOLUTION, AND, IF CLASS VOTING APPLIES, THEN ALSO AT LEAST 2/3S OF THE VOTES WITHIN EACH CLASS.

IF THE ARTICLES OF INCORPORATION PROVIDE, THE 2/3S VOTE REQUIREMENT MAY BE SUPERCEDED BY ANY SMALLER OR LARGER VOTE REQUIREMENT, NOT LESS THAN A MAJORITY OF THE OUTSTANDING SHARES, ENTITLED TO VOTE AND NOT LESS THAN A MAJORITY WITHIN EACH CLASS WHEN CLASS VOTING APPLIES.

WHEN SHAREHOLDER AUTHORIZATION IS BY LESS THAN UNANIMOUS WRITTEN CONSENT, ALL SHAREHOLDERS MUST BE GIVEN NOTICE OF THE PROPOSED DISSOLUTION ACTION AT LEAST 5 DAYS BEFORE THE CONSENT IS SIGNED. SHAREHOLDERS WHO HAVE NOT SIGNED THE CONSENT MUST BE GIVEN PROMPT NOTICE THAT DISSOLUTION WAS DULY AUTHORIZED.

NOTES

SECRET