

UNOFFICIAL COPY

File Number 5396-29515-0-1-4-1-4

86181414



Whereas, ARTICLES OF DISSOLUTION OF
NUSCO & ASSOCIATES, INC.
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 seal to
be affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 11TH
day of APRIL AD 1986 and
of the Independence of the United States
the two hundred and 10TH*



Jim Edgar
SECRETARY OF STATE

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[Handwritten Signature]

Dated April 4, 19 86

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.
*If dissolution is authorized by the incorporators or by the board of directors, a majority of them must SIGN HERE.

Norbert Isbell, President
(Type or Print Name and Title)

Norbert Isbell, Secretary
(Type or Print Name and Title)

by *[Handwritten Signature]*
Nubco & Associates, Inc.
(Exact Name of Corporation)

attested by *[Handwritten Signature]*
April 4, 19 86

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

- 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 & 2)*
- 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 3)*
- By the shareholders, in accordance with Section 12.15, a resolution having been duly adopted and submitted to the 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)*

ARTICLE THREE The dissolution of the corporation was duly authorized on September 4, 19 85, in the manner indicated below: ("X" one box only)

ARTICLE TWO The post office address to which may be mailed a copy of any process against the corporation that may be served on the Secretary of State is 520 N. Michigan Avenue, Chicago, Illinois

ARTICLE ONE The name of the corporation is Nubco & Associates, Inc.

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

This Space For Use By Secretary of State

Date _____

Filing Fee \$5

SECRETARY OF STATE

ARTICLES OF DISSOLUTION

SEPTEMBER 4 1985

JIM EDGAR
Secretary of State
State of Illinois
APR 11 1986

Remit payment in Check or Money Order, payable to "Secretary of State"
Submit in Duplicate
DO NOT SEND CASH!

BCA 12.20 (Rev. Jan. 1986)

FILED

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NOTES

- 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. In the event there are no officers, the signatures of a majority of the directors or such directors as may be designated by the board 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 so 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 five days before the consent is signed. Shareholders who have not signed the consent must be given prompt notice that dissolution was duly authorized.

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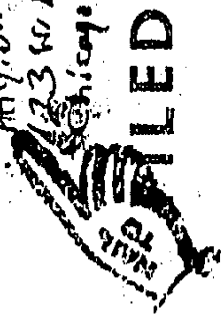
Form BCA-12-20

File No. _____

ARTICLES OF DISSOLUTION

Filing Fee \$5

Mrs. DANIEL H. SMITH JR.
123 W. MADISON ST #1706
Chicago, IL 60602



APR 11 1986

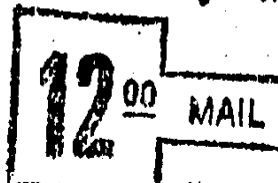
Secretary of State
Corporation Department

PAID

APR 14 1986

RETURN TO:

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



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