

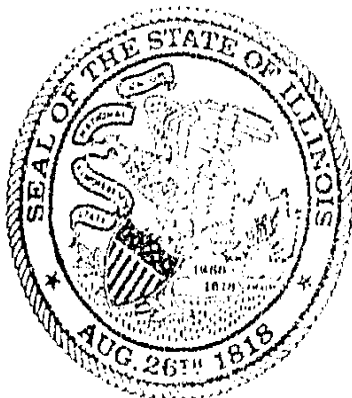


Whereas, ARTICLES OF MERGER OF
NEW EXTENSIONS & FABRICATING, INC.
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

87468359

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* 31ST *day of* JULY *AD 19* 87 *and of the Independence of the United States the two hundred and* 12TH.



Jim Edgar
SECRETARY OF STATE

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Property of Cook County Clerk's Office

Submit in Duplicate

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

DO NOT SEND CASH!

Filing Fee is \$100, but if merger or consolidation of more than 2 corporations \$50 for each additional corporation.

JIM EDGAR Secretary of State State of Illinois

ARTICLES OF MERGER, CONSOLIDATION, EXCHANGE

Form for Secretary of State use with fields for Date (7/31/87), Filing Fee (\$100), and Clerk signature.

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation(s) hereby adopt(s) the following Articles of Merger, Consolidation or Exchange. (Strike inapplicable words)

1. The names of the corporations proposing to merge, consolidate, and the State or Country of their incorporation are:

Table with 2 columns: Name of Corporation, State or Country of Incorporation. Rows include New Extrusions & Fabricating, Inc. (Illinois) and S.I. Products, Inc. (Illinois).

2. The laws of the State or Country under which each corporation is incorporated permit such merger, consolidation or exchange.

3. The name of the surviving corporation is New Extrusions & Fabricating, Inc. and it shall be governed by the laws of Illinois

4. The plan of merger is as follows:

S.I. Products, Inc. shall be merged into New Extrusions & Fabricating, Inc. according to the following Plan of Merger:

- 1. Surviving Corporation. New Extrusions & Fabricating, Inc. shall be the surviving corporation with respect to the merger of S. I. Products, Inc. into New Extrusions & Fabricating, Inc.
2. Ownership of Stock. All outstanding shares of stock of S. I. Products, Inc. are owned by New Extrusions & Fabricating, Inc.
3. Terms and Conditions of Merger. On the effective date of the merger of S. I. Products, Inc. into New Extrusions & Fabricating, Inc., the separate existence of S. I. Products, Inc. shall cease...
4. Further Assurances. At any time New Extrusions & Fabricating, Inc. shall determine that additional conveyances, documents or other action or actions are necessary to carry out this plan of merger...
5. Effective Date. The effective date of this merger shall be the date the Articles of Merger are filed with the Illinois Secretary of State.

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The surviving, new, or acquiring corporation 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, consolidation or exchange 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.

The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and

The surviving, new or acquiring corporation 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, consolidation or exchange 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, new or acquiring corporation.

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

<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 checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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. Shareholders who have not consented in writing have been given notice in accordance with articles of incorporation voted in favor of the action taken.	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 articles of incorporation voted in favor of the action taken.
	57.10 (\$11.20)	57.10 (\$11.20)
	57.10 (\$11.20)	57.10 & 511.20

(Only "X" one box for each corporation)

5. The plan of consolidation or exchange was approved, as to each corporation, as follows:

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7. (Complete this item if reporting a merger of subsidiary corporations.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
S. I. Products, Inc.	1000	1000

b. The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was June 24, 1987.

Was written consent for the merger or written waiver of the 30 day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No", the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

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

Dated June 24, 1987 New Extrusions & Fabricating, Inc.
(Exact Name of Corporation)
 attested by [Signature] by [Signature]
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Kenneth H. Richman, Secretary Richard S. Bezark, President
(Type or Print Name and Title) (Type or Print Name and Title)

Dated June 24, 1987 S. I. Products, Inc.
(Exact Name of Corporation)
 attested by [Signature] by [Signature]
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Kenneth H. Richman, Secretary Richard S. Bezark, President
(Type or Print Name and Title) (Type or Print Name and Title)

Dated _____, 19____
(Exact Name of Corporation)
 attested by _____ by _____
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

(Type or Print Name and Title) (Type or Print Name and Title)

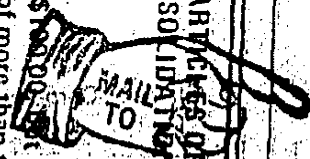
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Form BCA-11.25

File No. _____

ARTICLES OF MERGER,
CONSOLIDATION, EXCHANGE



Filing Fee \$100.00. If a merger or a consolidation of more than two corporations, \$50 for each additional corporation.

FILED

JUL 31 1987

JIM EDGAR

Secretary of State

PAID
AUG 04 1987

RETURN TO:

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

C-105

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