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File Number

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STATE OF ILLINOIS OFFICE OF THE SECRETARY OF STATE



DEPT-01 RECORDING \$13.25
T#1111 TRAN 6858 11/25/87 14:18:00
#6593 # A * -87-631287
COOK COUNTY RECORDER

Whereas, ARTICLES OF INCORPORATION OF
J.W. FRANSAM CORP.

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*

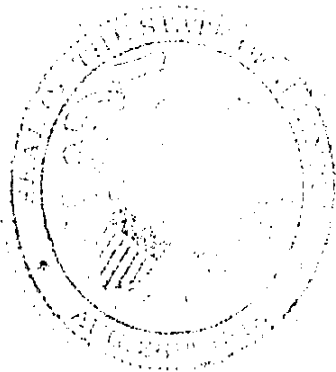
be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 24th

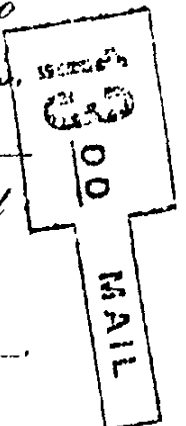
day of NOVEMBER *AD 19* 87 *and*

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

Return to:

MARIAN Tamillo
NAGELBERG + RESNICK, P.C.
200 So. WACKER DR.
Suite 2975
Chicago, IL 60606

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11 6 3 1 2 8 7

BCA-2.10 (Rev. Jul. 1984)

File #

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	11-24-87
License Fee	\$ 50
Franchise Tax	\$ 00
Filing Fee	\$ 00
Clerk	\$ 100.50

Payments must be made by Certified Check, Cashiers' Check or a Money Order, payable to "Secretary of State".
DO NOT SEND CASH!

ARTICLES OF INCORPORATION

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is J.W. TransAm Corp.
(Shall contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

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

Registered Agent	Donald	I.	Resnick
	First Name	Middle Name	Last Name
Registered Office	200 South Wacker Drive Suite 2975		
	Number	Street	Suite # (A P.O. Box alone is not acceptable)
	Chicago	60606	Cook
	City	Zip Code	County

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
If not sufficient space to cover this point, add one or more sheets of this size.

Any and all lawful purposes for which a corporation can be organized pursuant to the Business Corporation Act of 1983 of State of Illinois.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
Common	N/A	1,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:
If not sufficient space to cover this point, add one or more sheets of this size.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
Common	N/A	100	\$ 1,000.00
			\$
			\$
			\$
TOTAL			\$ 1,000.00

*A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

S7631287

Form BCA-2.10

File No.

ARTICLES OF INCORPORATION

FILED

NOV 24 1987

JIM EDGAR
Secretary of State

FEE SCHEDULE

The following fees are required to be paid at the time of filing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (see Art. 3); MINIMUM \$50; INITIAL FRANCHISE TAX of 1/10th of 1% of the consideration to be received for initial issued shares (see Art. 3); MINIMUM \$25.00.

EXAMPLES OF TOTAL DUE

Consideration to be Received	TOTAL DUE*
up to \$1,000	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.50
\$ 50,000	\$150.00
\$100,000	\$225.00

*Includes Filing Fee + License Fee + Franchise Tax

RETURN TO:

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

C-162.9

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary. (Signatures must be in ink on original document. Carbon copy, xerox or rubber stamp signatures may only be used on conformed copies)

Dated November 23, 19 87

1. *Donald I. Resnick*
Signature and Names
Donald I. Resnick
Name (please print)
Signature
City/Town State Zip
Chicago IL 60606
Street 200 South Wacker Drive, Suite 2975
Post Office Address

2. _____
Signature
Name (please print)
City/Town State Zip
Street

3. _____
Signature
Name (please print)
City/Town State Zip
Street

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

NAMES & ADDRESSES OF INCORPORATORS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

ARTICLE EIGHT OTHER PROVISIONS

(a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____

(b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____

(c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ _____

(d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

ARTICLE SEVEN OPTIONAL

Name Residential Address

The number of directors constituting the initial board of directors of the corporation is _____ and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

ARTICLE SIX OPTIONAL

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