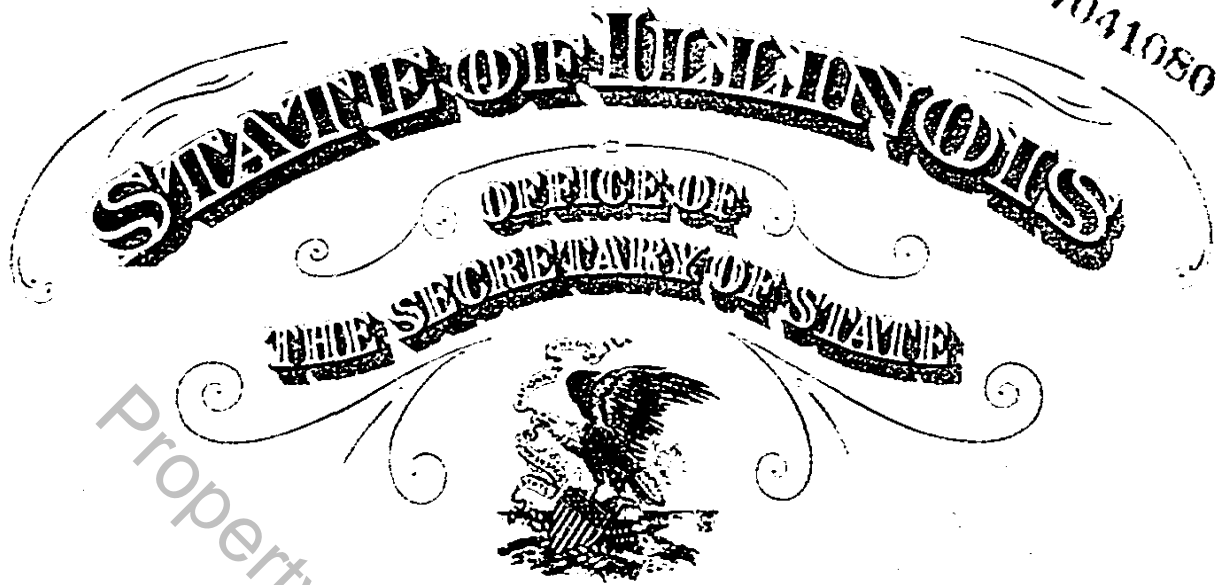


UNOFFICIAL COPY

File Number 2942-553-17-041030

87041080



Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF REIFER BROS. 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 do set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 13TH day of JANUARY AD 1987 and of the Independence of the United States the two hundred and 11TH



Jim Edgar
SECRETARY OF STATE

87041080

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Property of Cook County Clerk's Office

THE PROVISIONS OF THE CONSTITUTION OF THE STATE OF ILLINOIS

AND THE LAWS OF THE STATE

IN THE MATTER OF

THE STATE OF ILLINOIS, PLAINTIFF
VERSUS
THE PEOPLE OF THE STATE OF ILLINOIS, DEFENDANT

COOK COUNTY

UNOFFICIAL COPY

3 / 0 4 1 3 3 0

BCA-10.30 (Rev. Jul. 1984)

File # 29425531

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	1-17-87
License Fee	\$
Franchise Tax	\$ 25-
Filing Fee	\$
Clerk	PH

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

ARTICLES OF AMENDMENT

DO NOT SEND CASH!

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is RIEMER BROS. INC.
(Note 1)

ARTICLE TWO The following amendment of the Articles of Incorporation was adopted on December 27,
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 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors 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 amendment; (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors 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 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors have been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 4)

(INSERT AMENDMENT)

(Any article being amended is required to be set forth in its entirety.) (Suggested language for an amendment to change the corporate name is: **RESOLVED**, that the Articles of Incorporation be amended to read as follows)

RESOLVED, that the Articles of Incorporation be amended to read
as follows:

(NEW NAME)

"ARTICLE ONE

"The name of the corporation is:

RIEMER, INC."

All changes other than name, include on page 2
(over)

87041050

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PROPERTY OF COOK COUNTY CLERK'S OFFICE

COOK COUNTY CLERK'S OFFICE
100 N. LAUREL ST. CHICAGO, ILL. 60602
TEL: 312-603-4000 FAX: 312-603-4001

STATE OF ILLINOIS
COUNTY OF COOK

Property of Cook County Clerk's Office

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of said County at Chicago, Illinois, this _____ day of _____, 20__.

CLERK OF COOK COUNTY

COOK COUNTY CLERK'S OFFICE
100 N. LAUREL ST. CHICAGO, ILL. 60602
TEL: 312-603-4000 FAX: 312-603-4001

UNOFFICIAL COPY

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ARTICLE THREE The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

No Change

ARTICLE FOUR (a) The manner in which said amendment effects a change in the amount of paid-in capital* is as follows: (If not applicable, insert "No change")

No Change

(b) The amount of paid-in capital* as changed by this amendment is as follows: (If not applicable, insert "No change")

No Change

Before Amendment Alter Amendment

Paid-in Capital

\$ _____ \$ _____

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.

Dated 12/27, 19 36

RIEMER BROS., INC.

(Exact Name of Corporation)

Attested by Conrad Riemer

by George Riemer

(Signature of Secretary or Assistant Secretary)

(Signature of President or Vice President)

CONRAD RIEMER, Secretary

GEORGE RIEMER, JR., President

(Type or Print Name and Title)

(Type or Print Name and Title)

*"Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.

87041030

RECEIVED
OFFICE OF THE CLERK
STATE OF ILLINOIS
JAN 1 1937

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JAN 1 1937

87041030

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NOTES and INSTRUCTIONS

NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.

NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

NOTE 3: Directors may adopt amendments without shareholder approval in only six instances, as follows:
(a) to remove the names and addresses of directors named in the articles of incorporation;
(b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
(c) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
(d) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
(e) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05.
(f) to restate the articles of incorporation as currently amended. (§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supercede the 2/3 vote requirement by specifying 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. (§ 10.20)

NOTE 5: When shareholder approval is by written consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)

DEPT. OF RECORDING \$13.00
TR#3333 TRAN 4746 01/21/87 15:33:00
#189 #A *07-041080
COOK COUNTY RECORDER

Form BCA-10.30

File No.

ARTICLES OF AMENDMENT

Filing Fee \$25.00
Filing Fee for Re-Statd Articles \$100.00

Mail to
Mitchell E. Garner
135 S. LaSalle - #1040
Chicago IL
60603

FILED

JAN 13 1987
JIM EDGAR
Secretary of State

JAN 14 1987

COOK COUNTY

RETURN TO:

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

87041080