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File Number

5313-588-9

88002460

SEAL OF THE STATE OF ILLINOIS  
OFFICE OF  
THE SECRETARY OF STATE



88002460

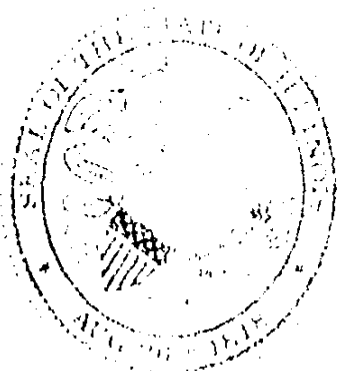
Whereas,

ARTICLES OF DISSOLUTION OF  
5251 (T)O BUILDING CORPORATION  
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.

RECORDED  
INDEXED  
DEC 21 1987  
88-002460  
STATE OF ILLINOIS

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 21ST day of DECEMBER AD 19 87, and of the Independence of the United States the two hundred and 12TH



Jim Edgar  
SECRETARY OF STATE

88002460

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Property of Cook County Clerk's Office

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BCA 12.20 (Rev. Jul. 1984)

Submit in ~~triplicate~~ **DUP**

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 # 53135889

This Space For Use By  
Secretary of State

Date 12.21.87

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 5251 Otto Building Corporation

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

Registered Agent	<u>Harold</u>	<u>A.</u>	<u>Meisner</u>
	<small>First Name</small>	<small>Middle Name</small>	<small>Last Name</small>
Registered Office	<u>145</u>	<u>Weiler Road</u>	
	<small>Number</small>	<small>Street</small>	<small>Suite # (A P.O. Box alone is not acceptable)</small>
	<u>Arlington Heights, Illinois</u>	<u>60005</u>	<u>Cook County</u>
	<small>City</small>	<small>Zip Code</small>	<small>County</small>

ARTICLE THREE The dissolution of the corporation was duly authorized on December 14, 19 87, 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 & 2)
- By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12.10, board of directors 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. 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 Section 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 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 December 14, 1987

5251 Otto Building Corporation

(Exact Name of Corporation)

attested by Lorraine K. Coleman  
(Signature of Secretary or Assistant Secretary)

by Harold A. Meisner  
(Signature of President or Vice President)

Lorraine Coleman, Secretary  
(Type or Print Name and Title)

Harold Meisner, President  
(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.

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

Dated \_\_\_\_\_, 19 \_\_\_\_\_

RECEIVED 12/21/87

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Form BCA-1220

File No. 53135889

## ARTICLES OF DISSOLUTION

Filing Fee \$5.00

# FILED

DEC 21 1987

JIM EDGAR

Secretary of State

**PAID**  
DEC 22 1987

RETURN TO:

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



Mail to: *Russell M. Roford*

*Foxgrove, Chantrelle  
Suite 7818, Sears Tower  
233 S. Wacker Drive  
Chicago, Illinois 60606*

C-1323

Notes 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 2/3 of the outstanding shares entitled to vote on dissolution, and, if class voting applies, then also at least 2/3 of the votes within each class.

If the Articles of Incorporation so provide, the 2/3 vote requirement may be superseded 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

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