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File Number

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STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



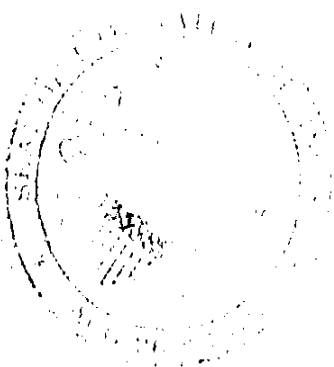
Whereas,

ARTICLES OF MERGER OF
LUTHERAN GENERAL HEALTH CARE SYSTEM
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAS BEEN FILED
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE GENERAL
NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE JANUARY 1, A.D.
1987.

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 30th
day of DECEMBER 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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NP 111.25 (Rev. Jan., 1987)

JIM EDGAR
Secretary of State
State of Illinois

0 0 6 1

File # 1707-692-2

Submit in Duplicate

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

DO NOT SEND CASH!

Filing Fee \$25.00

ARTICLES OF MERGER, OR CONSOLIDATION

under the
General Not For Profit Corporation Act

This Space for Use By Secretary of State	
Date	12-30-87
Filing Fee \$	25.00
Clerk	C.

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986" the undersigned corporations hereby adopt the following Articles of Merger or Consolidation. (Strike inapplicable word.)

1. The names of the corporations proposing to ~~consolidate~~^{merge}, and the State or Country of their incorporation, are;

Name of Corporation	State or Country of Incorporation
<u>Lutheran General Health Care System</u>	<u>Illinois</u>
<u>Lutheran General Foundation</u>	<u>Illinois</u>
_____	_____
_____	_____

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

3. The name of the ~~new~~^{surviving} corporation is Lutheran General Health Care System
and it shall be governed by the laws of Illinois

4. The plan of ~~consolidation~~^{merger} is as follows:

(If space is insufficient, attach additional pages size 8 1/2 x 11)
Attached hereto as Exhibit A

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MANNER

NAME OF CORPORATION

Lutheran General Health Care System

Lutheran General Foundation

- (Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)
- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
 - B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§ 108.45 & § 111.15)
 - C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws (§ 111.20)
 - D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

The plan of merger was approved (a) as to each corporation/organization/individual named in Illinois/Minnesota/other jurisdiction with the name of the state under which it is organized and (b) as to each Illinois corporation, as follows:

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8. (Not applicable if surviving or new corporation is an Illinois corporation)

N/A

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

- a. The surviving or new corporation be served with process in this State in any proceeding for the enforcement of any obligation of any domestic corporation which is party to such merger or consolidation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving or new corporation to accept service of process in any such proceeding.

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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 28, 1987

attested by Michael S. McCarthy
(Signature of Secretary of Association)

Michael S. McCarthy, Esq., Secretary
(Type in Print Name and Title)

Lutheran General Health Care System
(Name of Corporation)

by George B. Caldwell
(Signature of President)

George B. Caldwell, President
(Type in Print Name and Title)

Dated December 28, 1987

attested by Michael S. McCarthy
(Signature of Secretary of Association)

Michael S. McCarthy, Esq., Secretary
(Type in Print Name and Title)

Lutheran General Foundation
(Name of Corporation)

by J. Robert Christensen
(Signature of President)

J. Robert Christensen, President
(Type in Print Name and Title)

Dated _____, 19____

attested by _____
(Signature of Secretary or Assistant Secretary)

(Type in Print Name and Title)

_____ (Name of Corporation)

by _____
(Signature of President or Vice President)

(Type in Print Name and Title)

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ARTICLES OF MERGER,
OR CONSOLIDATION

under the

GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25.00

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62758
Telephone 217-782-6861

FILED

DEC 30 1987

JIM EDGAR
Secretary of State

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DEPT-01 RECORDING \$19.00
T#1111 TRAM 1126 01/06/88 12:06:00
#6158 # 2 # 08-00-006999
COOK COUNTY RECORDER

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EXHIBIT A

PLAN OF MERGER

PLAN OF MERGER, dated this 15th day of December, 1987, by and between Lutheran General Health Care System ("LGHCS") and Lutheran General Foundation ("LGF"), each corporation organized and existing under the Illinois General Not For Profit Corporation Act.

ARTICLE I PARTIES TO THE MERGER

1. LGF shall be merged into LGHCS. The term "Surviving Corporation" as hereinafter used means LGHCS when the merger has been effected.

ARTICLE II TERMS AND CONDITIONS OF THE MERGER

1. LGF shall be merged into LGHCS.

2. The American Lutheran Church ("The Church") is the sole voting member of LGHCS. LGHCS is the sole voting member of LGF.

3. The Boards of Directors of LGHCS and LGF deem it advisable for the general welfare and advantage of LGHCS and LGF that LGF merge into LGHCS pursuant to this Plan and the applicable laws of the State of Illinois.

4. The Surviving Corporation shall have all the rights, privileges, immunities and powers, and shall be subject to all the duties and liabilities of a corporation organized under the Illinois General Not For Profit Corporation Act.

5. The Surviving Corporation shall possess all the rights, privileges, immunities and franchises of each of the merging corporations; and all property, real, personal and mixed and all debts due on whatever accounts, and all other choses in action, all and every other interest, of or belonging to, or due to each of the corporations so merged, shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed, and the title to any real estate, or any interest therein vested in each of such corporations, shall not revert or be in any way impaired by reason of the merger.

6. The Surviving Corporation shall be responsible and liable for such liabilities and obligations of each of the corporations so merged; and any claim existing or any action or proceeding pending by or against either of such corporations may be prosecuted to judgment as if the merger had not taken place, or the Surviving Corporation may be substituted in its place. Neither the rights of creditors nor any liens upon the property of either of the corporations shall be impaired by the merger.

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7. The sole voting member of LGHCS at the time the merger is effected shall continue to be the sole voting member of the Surviving Corporation, respectively.

8. The Bylaws of LGHCS at the time the merger is effected shall continue to be the Bylaws of the Surviving Corporation until the same are altered, amended or repealed as provided therein.

ARTICLE III
EFFECTIVE DATE

1. The merger provided for in this Plan shall become effective upon the close of business on December 31, 1987, ("Effective Date"), subject to the completion of the following:

(a) This Plan shall have been approved by the Boards of Directors of LGHCS and LGP, and the Executive Committee of The Church, pursuant to the Illinois General Not for Profit Corporation Act of the State of Illinois; and

(b) The Articles of Merger required by Section 111.20 of the Illinois General Not-for-Profit Corporation Act of the State of Illinois shall have been duly executed, acknowledged and filed on behalf of LGHCS and LGP. Such Articles of Merger shall set forth that the date of merger shall be as of the close of business on December 31, 1987.

ARTICLE IV
ARTICLES OF INCORPORATION OF THE SURVIVING CORPORATION

1. The Articles of Incorporation and Bylaws of LGHCS shall be the Articles of Incorporation and Bylaws and the Surviving Corporation from and after the Effective Date, subject to the right of the Surviving Corporation to amend its Articles of Incorporation and Bylaws in accordance with the Illinois General Not For Profit Corporation Act.

ARTICLE V
BOARD OF DIRECTORS AND OFFICERS

1. The members of the Board of Directors of LGHCS shall be the Board of Directors of the Surviving Corporation from and after the Effective Date until the election and qualification of their respective successors. The elected officers of LGHCS, who shall continue in office at the pleasure of the Board of Directors of the Surviving Corporation, shall be the elected officers of the Surviving Corporation from and after the Effective Date, until the election and qualification of their respective successors.

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ARTICLE VI EFFECT OF THE MERGER

1. Upon the Effective Date, LGF shall be merged with and into LGHCS and the separate existence of LGF shall cease. All rights, privileges, powers, immunities, purposes and franchises, all real property and personal property, tangible and intangible, of every kind and description, and all obligations and liabilities of LGF shall be taken by and deemed to be transferred to and vested in the Surviving Corporation, without further act or deed.

ARTICLE VII ADOPTION OF PLAN OF MERGER

1. At any time before or after approval by the respective voting member of each corporation, this plan may be amended in matters of form, or supplemented by additional agreements, articles or certificates, as may be determined in the judgment of the executive committee or committees of each corporation to be necessary, desirable or expedient to clarify the intention or purpose of the parties hereto, and to effect or facilitate the filing, recording or official approval or validity of this plan, and the consummation hereof, in accordance with the purpose and intent of this plan as understood and agreed upon by the respective voting members.

2. This plan shall be submitted to the sole voting member as provided by law, and upon the adoption thereof by the requisite votes of the voting member of each corporation, (a) certification of that fact and the execution, verification, filing and recording thereof, all in accordance with the Illinois General Not For Profit Corporation Act and upon the doing of such other acts and things as are required by the laws of the State of Illinois, this plan shall take effect and be deemed to be taken to be the agreement and act of merger of the corporations being a party hereto.

ARTICLE VIII GENERAL

1. Upon the Effective Date, all bank accounts and banking resolutions then in effect with respect to LGHCS and LGF shall continue and remain in effect as bank accounts and banking resolutions of the Surviving Corporation, until such time as they may be terminated or modified by the Surviving Corporation in accordance with law.

2. All expenses of the merger contemplated hereby shall be borne and paid for by the Surviving Corporation.

3. This Plan may be executed in two (2) or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

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4. The article headings contained in this Plan are for reference purposes only and shall not affect in any way the meaning or interpretation of this Plan.

5. This Plan shall not be assignable by either LGHCS or LGF and shall be binding upon LGHCS and/or LGF and their respective successors.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals hereto as of the date first written above.

LUTHERAN GENERAL HEALTH CARE SYSTEM

BY: *[Signature]*

Attest: [SEAL]

BY: *[Signature]*

LUTHERAN GENERAL FOUNDATION

BY: *[Signature]*

Attest: [SEAL]

BY: *[Signature]*

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