

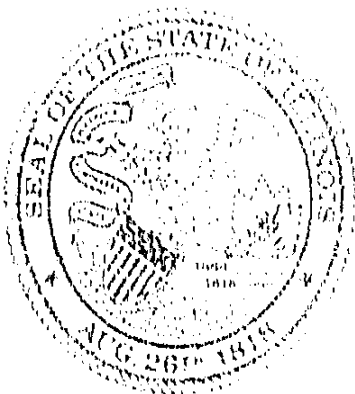


88194606

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF FLOMECH, INCORPORATED 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 voice to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 28TH day of APRIL AD 1988 and of the Independence of the United States the two hundred and 12TH.



Jim Edgar
 SECRETARY OF STATE

UNOFFICIAL COPY

Property of Cook County Clerk's Office

ARTICLES OF AGREEMENT TO THE AFFIDAVIT OF INCORPORATION OF
FROM [illegible]
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVING BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AT SPRINGFIELD
BUSINESS CORPORATION ACT BEING IN FORCE JULY 1, 1901.

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Form BC-5
(File in Duplicate)

To JIM EDGAR
Secretary of State
Springfield, Illinois

ARTICLES OF AMENDMENT to the ARTICLES OF INCORPORATION

(Do not write in this space)
Date Paid: 4-28-88
License Fee
Franchise Tax
Filing Fee
Clerk

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55 of "The Business Corporation Act" of the State of Illinois, hereby executes the following Articles of Amendment:

ARTICLE FIRST: The name of the corporation is: Flomech, Incorporated

ARTICLE SECOND: The following amendment or amendments were adopted in the manner prescribed by "The Business Corporation Act" of the State of Illinois:

Grant of Preemptive Rights.

Each holder of common shares in the corporation shall have the first right to purchase shares (and securities convertible into shares) of this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares such shareholder holds bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise such right and pay for the shares preempted within 90 days after the date of mailing of a notice in writing from the corporation stating the prices, terms, and conditions of the issue and inviting the exercise of the preemptive rights of such shareholder. Where one or more shareholders elect to waive their preemptive rights, the remaining shareholders shall have the first right to purchase such shares, in the ratio stated above, from the defaulting shareholder(s), provided such right is exercised within 90 days after the date of mailing of a notice in writing by the corporation stating the prices, terms and conditions of the issue and inviting the exercise of the preemptive rights of the defaulting shareholder(s).

ARTICLE THIRD: The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was 1900; and the number of shares of each class entitled to vote as a class on the adoption of said amendment or amendments, and the designation of each such class were as follows:

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

Class	Number of Shares
Common	1900

NOTE: On the date of adoption of the amendment as additional None shares were held in treasury and not entitled to vote:

Class	Number of Shares
None	None

ARTICLE FOURTH: The number of shares voted for said amendment or amendments was 1900 and the number of shares voted against said amendment or amendments was None. The number of shares of each class entitled to vote as a class voted for and against said amendment or amendments, respectively, was:

(Disregard separation into classes if class voting does not apply to the amendment voted on.)

Class	Number of Shares Voted	
	For	Against
Common	1900	None

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Form BCR-55
D 5395-553-3

ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION

FILE

APR 28 1988

JIM EDGAR
Secretary of State

SECRETARY OF STATE
CORPORATION DEPARTMENT
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-1832

FILE IN DUPLICATE

Filing Fee \$25.00

Filing Fee for Re-Filed Articles \$100.00

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As authorized officers, we declare that this document has been examined by us and is, to the best of our knowledge and belief, true, correct and complete.

ATTEST: Harry P. Dink
Secretary

Place of incorporation: Illinois
Exact Corporate Name: Flotech, Incorporated

President, and its corporate seal to be hereto affixed, attested by its Secretary, this 6th day of April, 1988.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its corporate seal to be hereto affixed, attested by its Secretary, this 6th day of April, 1988.

Stated capital: 19,000
Paid-in surplus: 0

Paragraph 1: The manner in which said amendment or amendments effect a change in the amount of stated capital or the amount of paid-in surplus, or both, is as follows:

Paragraph 2: The amounts of stated capital and of paid-in surplus as changed by this amendment are as follows:

Paragraph 3: The manner in which this amendment contains no such provisions.

Paragraph 4: The manner in which the 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 in, or effected by, this amendment, is as follows:

Paragraph 5: On the date of the adoption of this amendment restating the articles of incorporation, the corporation had a stated capital of \$ 19,000 and a paid-in surplus of \$ 0 or a total of \$ 19,000.

Class	Series (If Any)	Number of Shares	Par value per share or statement that shares are without par value
		1900	

On the date of the adoption of this amendment, restating the articles of incorporation, the corporation had shares issued, itemized as follows:

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TRAN 1980 05/06/88 19:34:00
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COOK COUNTY RECORDER