

UNOFFICIAL COPY

File Number

7-0-0-1-4

RETURN TO: SUZANNE M. KNOLL
LEVENFELD, EISENBERG
33 WEST MONROE
21ST FLOOR
CHICAGO, IL 60603

90014639

OFFICE OF
THE SECRETARY OF STATE



Property of Cook County Clerk's Office

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF THE CURRAN COMPANY

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.

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*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 _____ *28th*

day of _____ *DECEMBER* _____ *AD 19* 89 *and*

of the Independence of the United States

the two hundred and _____ *14th* _____



Jim Edgar
SECRETARY OF STATE

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BCA-10.30 (Form Rev. Jan. 1986)

File #

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	12-28-89
License Fee	\$
Franchise Tax	\$ 25-
Filing Fee	\$
Clerk	(initials)

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 The Curran Company
(Note 1)

ARTICLE TWO The following amendment of the Articles of Incorporation was adopted on December 27
19 89 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:)

(NEW NAME)

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

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PARAGRAPH 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are: The common class shall have one vote for each share of common stock, and the common A class shall have no voting rights with respect to any corporate matters. There are no other preferences, qualifications, limitations or restrictions in respect of either class."

Class	Series (if any)	Number of Shares	Par value per share or statement that shares are without par value
COMMON	NONE	1,000,000	NO PAR VALUE
COMMON A	NONE	1,000,000	NO PAR VALUE

PARAGRAPH 1: The aggregate number of shares which the Corporation is authorized to issue is two million divided into two classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

"ARTICLE FIVE

RESOLVED, that Article Five, Paragraphs 1 and 2 of the Articles of Incorporation be and hereby amended to read as follows:

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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 (Paid-in capital replaces the terms Stated Capital and Paid in Surplus and is equal to the total of these accounts) is as follows (If not applicable, insert "No change")

No Change

(b) The amount of paid-in capital (Paid in Capital replaces the terms Stated Capital and Paid in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows (If not applicable, insert "No change")

No Change

	Before Amendment	After Amendment
Paid-in Capital	\$ 16,000.00	\$ 16,000.00

(Complete either item 1 or 2 below)

(1) 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 27, 1989

The Curran Company

(Exact Name of Corporation)

attested by William E. Curran
(Signature of Secretary or Assistant Secretary)

by William E. Curran
(Signature of President or Vice President)

William E. Curran, Asst. Secretary
(Type or Print Name and Title)

William E. Curran, President
(Type or Print Name and Title)

(2) If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

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

Dated _____, 19 _____

0014-10-10

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File No.

Form BCA-10.30

ARTICLES OF AMENDMENT

Filing Fee \$25.00

Filing Fee for Re-Filed Articles \$100.00

FILED

DEC 28 1989

Secretary of State

RETURN TO:

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

C 1733

90-014639

DEPT-01 RECORDING \$16.25
1:53:55 TRAN 5915 01/09/90 15:27:00
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CODK COUNTY RECORDER

- 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 restrict 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 as required).
- The articles of incorporation may supersede 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)

NOTES and INSTRUCTIONS

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