

UNOFFICIAL COPY

Form **BCA-5.10**  
**NFP-105.10**

STATEMENT OF CHANGE  
OF REGISTERED AGENT  
AND/OR REGISTERED OFFICE

31480252  
252  
552-926-4

(Rev. Jan. 1991)  
George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961  
Permit payment in check or money  
order, payable to "Secretary of State."

**FILED**

AUG 05 1991

GEORGE H. RYAN  
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State  
Date 8-5-91  
Filing Fee \$5  
Approved: JK

1. CORPORATE NAME: Country Estate Developers, Inc.

2. STATE OR COUNTRY OF INCORPORATION: Illinois

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (Before Change):

Registered Agent: Daniel G. Lauer  
First Name: Daniel Middle Name: G. Last Name: Lauer  
Registered Office: 1301 W. 22nd St., Suite 1007  
Number: 1301 Street: W. 22nd Suite No.: 1007  
City: Oak Brook Zip Code: 60521 DuPage County

4. Name and address of the registered agent and registered office shall be (After All Changes Herein Reported):

Registered Agent: Jeffrey J. Stahl  
First Name: Jeffrey Middle Name: J. Last Name: Stahl  
Registered Office: 444 N. Michigan Ave.  
Number: 444 Street: N. Michigan Suite No.: Suite 2500  
City: Chicago Zip Code: 60611 Cook County

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)  
a.  By resolution duly adopted by the board of directors. (Note 5)  
b.  By action of the registered agent. (Note 6)

NOTE: When the registered agent changes, the signatures of both President and Secretary are required.  
7. (If authorized by the board of directors, sign here. See Note 5)  
The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated July 19 19 91 Country Estate Developers, Inc.

attested by Timothy J. O'Leary by Timothy J. O'Leary  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)  
Timothy O'Leary, Secretary Timothy O'Leary, President  
(Type or Print Name and Title) (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 5)  
The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated \_\_\_\_\_ 19\_\_\_\_  
(Signature of Registered Agent of Record)

152  
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Stefsky & Feulich  
444 N. Michigan Ave Suite 2500  
Chicago, IL 60611

91480252

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R9 15 05 833 91 AUG 15 AM 9

RECORDED  
DU PAGE COUNTY

*Blaney*

91480252

Property of Cook County Clerk's Office

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STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE



Property of Clark County Office

Whereas, ARTICLES OF INCORPORATION OF COUNTRY ESTATE DEVELOPERS, 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.

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Now Therefore, I, Jim Edges, 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 22ND day of MAY, AD 1989 and of the Independence of the United States the two hundred and 13TH.

Jim Edges SECRETARY OF STATE

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SECRET

Submit in Duplicate
Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money order, payable to "Secretary of State".
DO NOT SEND CASH!

JIM EDGAR
Secretary of State
State of Illinois

ARTICLES OF INCORPORATION

The Space for Use By Secretary of State
Date 5-22-89
License Fee \$
Franchise Tax \$
Filing Fee \$
Total \$100.50

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is COUNTRY ESTATE DEVELOPERS, INC.
(Should contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

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

Registered Agent: Daniel Gerard Lauer
Registered Office: 1 South 443 Summit Avenue, Suite 201
Oakbrook Terrace, IL 60181 Du Page

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
To own, improve, convey and develop real property, and for the transaction of any and all lawful purposes for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Table with 3 columns: Class, Par Value per share, Number of shares authorized. Row 1: Common, N/A, 100,000

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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:

None

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Table with 4 columns: Class, Par Value per share, Number of shares proposed to be issued, Consideration to be received therefor. Row 1: Common, N/A, 1,000, \$ 1,000.00. Total \$ 1,000.00

\* A declaration as to a "par value" is optional. If there may be marked "n/a" when no reference to a par value is desired.

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PAID

MAY 22 1989

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## ARTICLE SIX OPTIONAL

The number of directors constituting the initial board of directors of the corporation is 1, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

Name	Residential Address
Timothy F. O'Leary	32191 No. River Road, LIBERTYVILLE IL 60048

## ARTICLE SEVEN OPTIONAL

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

## ARTICLE EIGHT OTHER PROVISIONS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

## NAMES & ADDRESSES OF INCORPORATORS

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated May 5, 1989

1.	Signature and Name	Post Office Address
1.	<u>Timothy F. O'Leary</u> Name (please print)	<u>32191</u> River Road Street <u>LIBERTYVILLE IL 60048</u> City/Town State Zip
2.	_____ Signature Name (please print)	_____ Street City/Town State Zip
3.	_____ Signature Name (please print)	_____ Street City/Town State Zip

(Signatures must be in ink on original document. Carbon copy, stamp or rubber stamp signatures may only be used (i.e. carbon copy).  
NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Form BCA-2.10

ARTICLES OF INCORPORATION

# F I L E D

MAY 2 1989

SECRETARY OF STATE

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00, INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (See Art. 5); MINIMUM \$50; INITIAL FRANCHISE TAX of 1/10 of 1% of the consideration to be received for initial issued shares (see Art. 5); MINIMUM \$25.00.

### EXAMPLES OF TOTAL DUE

Consideration to the State	TOTAL DUE
\$ 100.00	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.50
\$ 50,000	\$130.00
\$100,000	\$225.00

Includes Filing Fee + License Fee + Franchise Tax

### RETURN TO:

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

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Property of Cook County Clerk's Office

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Form **BCA-5.10**  
**NFP-105.10**

**STATEMENT OF CHANGE  
OF REGISTERED AGENT  
AND/OR REGISTERED OFFICE**

File # **5552-926-4**

(Rev. Jan. 1991)

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961

**FILED**

**AUG 05 1991**

**GEORGE H. RYAN  
SECRETARY OF STATE**

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State

Date **8-5-91**

Filing Fee **\$5**

Approved: **SK**

1. CORPORATE NAME: Country Estate Developers, Inc.

2. STATE OR COUNTRY OF INCORPORATION: Illinois

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (Before Change):

Registered Agent: Daniel G. Lauer

First Name	Middle Name	Last Name
Daniel	G.	Lauer

Registered Office: 1301 W. 22nd St., Suite 1007

Number	Street	Suite No. (A.P.O. Box alone is not acceptable)
1301	W. 22nd St.	1007
City	Zip Code	County
Oak Brook	60521	DuPage

4. Name and address of the registered agent and registered office shall be (After All Changes Herein Reported):

Registered Agent: Jeffrey J. Stahl

First Name	Middle Name	Last Name
Jeffrey	J.	Stahl

Registered Office: 444 N. Michigan Ave.

Number	Street	Suite No. (A.P.O. Box alone is not acceptable)
444	N. Michigan Ave.	
City	Zip Code	County
Chicago	60611	Cook

**31480252**

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)

- a.  By resolution duly adopted by the board of directors. (Note 5)
- b.  By action of the registered agent. (Note 6)

**NOTE:** When the registered agent changes, the signatures of both President and Secretary are required.

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated July 19 1991 Country Estate Developers, Inc.

attested by Timothy O'Leary by Timothy O'Leary  
 (Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)  
Timothy O'Leary, Secretary Timothy O'Leary, President  
 (Type or Print Name and Title) (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

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

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

(Signature of Registered Agent of Record)

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## NOTES

1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address, a post office box number alone is not acceptable.
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by the President (or vice-president) and by the Secretary (or an assistant secretary).
6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent.

C-1358

SECRETARY OF STATE  
STATE OF MISSISSIPPI  
JAN 10 1993  
91480252

George H. ...  
Secretary of State



DATE

BY

2 4 7 1 9 0 5 4 1

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Property of Cook County Clerk's Office

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COOK COUNTY RECORDER

#9345 # B \* -91-480252

102222 TRAM 7942 89/17/81 18:12:00

DEPT-91 RECORDING \$18.00

STATE OF ILLINOIS

Office of the Secretary of State

I hereby certify that this is a true and correct copy, consisting of Five pages, as taken from the original on file in this office.



*George H. Ryan*

George H. Ryan  
Secretary of State

DATED September 09, 1991

BY Barbara [Signature]

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