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RETURN TO
Department of Business Services
Secretary of State
Springfield, IL 62756
Telephone (217) 782 7808

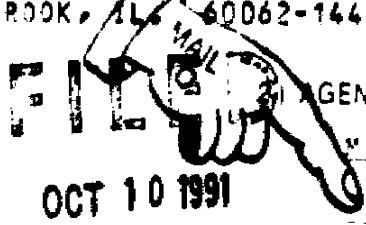
STATE OF ILLINOIS
FOREIGN CORPORATION ANNUAL REPORT

CORPORATION
FILE NO
F 5013-470-9

YEAR OF 1991

91551308

1) CORPORATION NAME: MIDSTATE INDUSTRIES CORP.
REG. STATE: ILL. 121581
REG. OFFICE: 1535 LAKE COOK RD STE 208
CITY: NORTHBROOK, IL 60062-1447
AGENT OFFICE CHANGES ONLY



Date Qualified To: 11/28/1972

3) Do Business In IL: 11/28/1972
Give complete address of principal office in state or country of incorporation if other than above:
GEORGE H. RYAN, SECRETARY OF STATE, 1535 Lake Cook Road #412, Northbrook, IL 60062
Employer Identification Number: EIN * 370261621
State or Country of incorporation: DE

4) The names and addresses of the officers and directors are: (If officers are directors, so state.)

| NAME | OFFICE | NUMBER & STREET | CITY | STATE | ZIP |
|--------------------------|-----------|--------------------------|----------------|-------|-------|
| William E. Zweifel Dir | President | 1535 Lake Cook Road #412 | Northbrook, IL | | 60062 |
| David W. Zweifel | Secretary | " | " | " | " |
| Frederick T. Zweifel Dir | Treasurer | " | " | " | " |
| Thomas Y. Zweifel | Director | " | " | " | " |
| Diane J. Zweifel | Director | " | " | " | " |

5) The type of business actually conducted in Illinois is:

6) Number of shares authorized and issued (as of 08/31/91)

| CLASS | SERIES | PAR VALUE | NUMBER AUTHORIZED | NUMBER ISSUED |
|-------|--------|-----------|-------------------|---------------|
| COM | | | 1000 | 1000,000 |

7a) The amount of paid-in capital as of 08/31/91 is:
*PAID-IN CAPITAL \$ 75,000.00
**"Paid-in Capital" replaces the terms Stated Capital and Paid-in Surplus. It does not include Retained Earnings.

7b) The Paid-in Capital as of 08/31/91 on record with the Secretary of State is:
TOTAL \$ 75,000
7c) The prior Illinois Capital on record with the Secretary of State is: \$ 150,000

(The figures in Items 7b & 7c may not be altered.)

ITEM 8 MUST BE SIGNED

8) By: [Signature] President Date: 10-2-91

Under the penalty of perjury and as an authorized officer, I declare that this annual report and financial statement is true and correct, and that the statement of change of registered agent and office is true and correct, and that the Bureau of Business Services has been notified of the same and that I have signed and filed this report and statement of change of registered agent and office.

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Property of Cook County Clerk's Office

91551308

REC'D DEPT-01 RECORDING
T#2222 TRAN 0386 10/22/91 111144
#5920 #8 #-91-551308
COOK COUNTY RECORDER

1350