

COOK COUNTY RECORDER

ARTICLES OF MENDMENT TO THE ARTICLES OF INCORPORATION OF

#### RAPAK ACQUISITION CORPORATION

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, George H. Ryan, Secret my 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 Ocstimony Whereof, I hereto set my hand and cause to be affixed the Great Lead of the State of Illinois,

at the City of Springfield, this 23rd

day of April A.D. 19 92 and

of the Independence of the United States

the two hundred and 16th

Sevry H. Reserve

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<b>BCA-10.30</b>	ARTICLES OF AMENDMENT	i) J U
(Hey Jan 100')	Tie d	File # D5677-094-1
George In. Ryan Secretary of State	NPC 23 122 72 23 23 75 75 75 75 75 75 75 75 75 75 75 75 75	SUBMIT IN DUPLICATE
Department of Business Services Springfield, IL 62756 Talephone (217) 782-6961		This space for use by Secretary of State Date 4-2-3-72
Remit payment in check or money order, payable to "Secretary of State."	CECNETARY OF STATES	Franchise Tax Filing Fee \$75.00 Fanalty
	A	Approved: MA)
1. CORPORATE NAME:	Rapak Acquisition Corporation	(Note 1)
2. MANNER OF ADOPTION:		•
The following amendmen	of the Articles of Incorporation was adopted on	April 7
	indicaleರ below. ( "X" one box only)	
elected; or by a majority of t	ators, provided no directors were named in the articles of in- the board or directors. In accordance with Section 10.10. th	
as of the time of adoption of	I this amendment.	(Note 2)
	directors, in accordance with Paction 10.15, shares having	been issued by shareholder action not
being required for the adopt	ion of the amenument;	(Note 3)
submitted to the shareholde	ordance with Section 10.20, a resolution of the board of dires. At a impeting of shareholders, not lose than the minimuloration were voted in favor of the ament ment;	rectors having been duly adopted and im number of votes required by statute
		(Note 4)
and submitted to the shareh	rdance with Sections 10.20 and 7.10, a resolution of the boar tolders. A consent in writing has been signed by shareholders statute and by the articles of incorporation. Shareholders vance with Section 7.10;	lers having not less than the minimum
By the shareholders, in accordand submitted to the share	rdance with Sections 10.20 and 7.10, a resolution of the boar holders. A consent in writing has been signed by all the	(Note 4) d of d rectirs having been duly adopted share المارة عملاناه المارة ا
amendment.		(Note 4)
	(INSERT AMENDMENT)	C

(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:) RESOLVED, that Article One of the Articles of Incorporation be amended to read as follows: Article One: The name of the corporation is Rapak, Inc.

(NEW NAME)

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Resolution

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# UNOFFICIAL COPY The manner in which any exchange, reclassification or cancellation by taking of a righter by this reproduction of this number of authorized shares of any transferred shares of the class recognition to a different by this reproduction in any transferred in any tr

3.	The manner in which any exchange, inclassification of cancellation) of self-ed of fires for a highestop of this number of issued shares of that class, provided for or effected by this amendment, is au follows: (If not applicable, insert "Ni .change")		
	to Change		
4.	(a) The manner in which said amendment effects a change in the amount of psig-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 earlier (Paid-in Capital replaces the terms Stated Capital and Paid-in Sumius and is equal to the total of these accounts) as clarged by this amendment is as follows: (If not applicable, insert "No change")		
	No Change		
	Batore Amendment After Amendment		
	Paid-in Capital \$\$		
	(Complete either item 5 or 6 below)		
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 April 7 . 1992 (Exact Name of Corporation)		
	attested by Rul + Jelinkis by		
	(Signature of Secretary or Assistant Secretary)  Paul F. Petriekis, Secretary John H. Schwan, Vice President		
•	(Type or Print Name and Title) (Type or Print Name and Title)		
6.	If amendment is authorized by the incorporators, the incorporators must sign below		
	OR O,		
	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 the penalties of perjury, that the facts stated herein are true.		
	Dated, 19		

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#### NOTES and INSTRUCTIONS

- 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.
- 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 anticles 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.
  - (I) to restate 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 is required).

The articles of incorporation may supercede 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 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, chareholders who have not signed the consent must be promptly notified of the passage of the amendment.

(§§ 7.10 & 10.20)

W. C.

Return to Lock Box 764
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