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INCORPORATION OF

CHICAGO EXTRUDED METALS COMPANY

INCORPORATED UNDER THE LAWS OF CHE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETAP! OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested is 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____

day of DECEMBER A.D. 19 92 and

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	ARTICLES OF AMENDMENT	 	-121~6
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ORPORATE NAME:	Chicago Extraded Netara Compa	13	(Note 1)
ANNER OF ADOPTION:	Ŷ		
The following amendmen	nt of the Articles of Incorporation was adopted on	December 28	***************************************
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elected; or by a majority of t	he board of directors, in accordance with Section 10.10, if		
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	H Ryan y of State ent of Business Services itd. IL. 82756 ne (217) 782-6961 Import in check or money hyable to "Secretary of State." ORPORATE NAME. ANNER OF ADOPTION: The following amendment 19 92 in the manner By a majority of the incorpor elected; or by a majority of the as of the time of adoption of By a majority of the board of being required for the adopt By the shareholders, in accordand by the articles of incorp By the shareholders, in accordand submitted to the shareholds and by the articles of incorp By the shareholders, in accordand submitted to the shareholds and submitted to the shareholders of votes required by been given notice in accordance in ac	He Ryan y of Btale and of Business Services in R. 12756 ne (217) 782-6961 ORPORATE NAME: Chicago Extruded Metals Compay yable to "Secretary of State". Chicago Extruded Metals Compay of State in the manner of the Articles of Incorporation was adopted on 19 92 in the manner indicated brioty. ("X" one box only) By a majority of the incorporators, provideory of vectors were named in the articles of inelected or by a majority of the board of directors, in accordance with Section 10.15, shares having being required for the adoption of the amendment; By the shareholders, in accordance with Section 10.20, a resolution of the board of directors were voted in favor of the amendment; By the shareholders, in accordance with Section 10.20, a resolution of the board and by the articles of incorporation were voted in favor of the amendment; By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board and submitted to the shareholders with Sections 10.20 and 7.10, a resolution of the board and submitted to the shareholders. A consent in writing has been signed by sharehold number of votes required by statute and by the articles of incorporation. Shareholders and submitted to the shareholders. A consent in writing has been signed by shareholders and submitted to the shareholders. A consent in writing has been signed by all the amendment. (INSERT AMENDMENT) Le being amended is required to be set forth in its entirety.) (Suggested language for an amendment. (INSERT AMENDMENT)	He Ryan yol State set of Business Services it? R. 82756 in (217) 782-961 PROPORATE NAME: Chicago Extruded Metals Company Approved ANNER OF ADOPTION: The following amendment of the Articles of Incorporation was adopted on December 28 19 92 in the manner indicated below, ("X" one box only) By a majority of the incorporators, provided insorrectors were named in the articles of incorporation having is as of the time of adoption of the samendment; By a majority of the board of directors, in accordance with Section 10.10, the corporation having is as of the time of adoption of the amendment; By a majority of the board of directors, in accordance with Section 10.15, shares having been issued by shareh being required for the adoption of the amendment; By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been dustributed to the shareholders. At a meeting of shareholders, not less than the infinitum number of votes required to the shareholders. At a meeting of shareholders, not less than the infinitum number of votes required to the shareholders. A consent in withing has been signed by shareholders who have not consent and been given notice in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been and submitted to the shareholders. A consent in withing has been signed by shareholders who have not consented been given notice in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been and submitted to the shareholders. A consent in withing has been signed by shareholders who have not consented been given notice in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been and submitted to the shareholders. A consent in withing has been signed by shareholders who have not consented been given notice in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been and submitted to the shareholders. A consent in withing has been sign

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

Resolution

- 1. RESOLVED, that Article 4, Paragraphs 1 and 2 of the Articles of Incorporation be amended, changed and altered so as to read as follows:
 - 4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

	ar value er Share	No. of Shares Authorized	No. of Shares to be Issued	Considera- tion to be Received
Common	0.	100,000	4,247	\$ 212,350
Non-Voting Common	-0-3	100,000	4,247	\$ 4,247

Total: \$ 216,597

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

The Common Stock and the Non-Voting Common Stock of the Corporation shall be identical in all respects except that The Non-Voting Common Stock shall not be entitled to vote on any matters that come before the shareholders of the Corporation, including the election of the directors.

- 2. RESOLVED, that Article 7, Paragraph 1 of the Articles of Incorporation be amended, changed and altered so at to read as follows:
 - 7. Paragraph 1: Elimination of Cumulative Voting kights:

The holders of capital stock of the Corporation that are entitled to vote for directors shall not be entitled to any cumulative voting rights in connection with any vote taken on or after January 1, 1983.

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NOTES and INSTRUCTIONS

- NOTE 1: State the true exact corporate name as if 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 aplit the saued 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 "itd." for a similar word or abbreviation in the name, or by adding a geographical attroction to the name;
 - (e) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with 4 9.05.
 - (f) to restate the articles of incon oration as currently amended.

(§ 10.15)

MOTE 4: All amendments not adopted under § 10.10 cr § 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 snarcholders' 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 vute 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, shareholders who have not signed the consent must be promptly notified of the passage of the amendment.

(§§ 7.10 & 10.20)

C-173.4

TANKS!

DEFT-UL RECORDING

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COOK COUNTY RECORDER

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