## **UNOFFICIAL COPY**

File Number 57219833-9; 9 /



WHITTHE, ARTICLES OF AMENDMENT TO THE ARTICLES OF

LZA HARDWAKE AND HOME CENTER, 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.

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 Africation of the aforesaid corporation.

In Testimony Whereof, I hereta set my hand and Suse to be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this \_\_\_\_15TH

day of \_\_\_\_APRIL \_\_A.D. 19\_\_93and

of the Independence of the United States

the two hundred and \_\_\_\_\_17TH



Surge & Ryan
BOX 416 BEV VelKolk

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BCA-10.30 ARTICLES OF AMENDMENT

(Rev Jan 1991)

1.

2.

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

Remit payment in check or money order, payable to "Secretary of State," FILED

APR 15 1993

GEORGE H. RYAN SECRETARY OF STATE File# 5721833-9

SUBMIT IN DUPLICATE

This space for use by Secretary of State

Franchise Tax

Filing Fee Penalty

Approved: /2.

CC	DRPORATE NAME: LZA HARDWARE AND HOME CENTER, INC.	
		(Note 1)
MA	ANNER OF ADOPTION:	•
	The following amendment of the Articles of Incorporation was adopted onApril_13	<del></del>
	19 93 in the manner inclinated below. ( "X" one box only)	
نگ	By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors were named in the articles of incorporation and no directors or by a majority of the board or directors, in accordance with Section 10.10, the corporation having as of the time of adoption of this amendment	ectors have been saued no shares
	7	(Note 2)
	By a majority of the board of directors, in accordar is with Section 10.15, shares having been issued by share being required for the adoption of the amendment;	Ç
	$\mathcal{O}_{\mathcal{F}}$	(Note 3)
	By the shareholders, in accordance with Section 10.20, a learny on of the board of directors having been dissipated to the shareholders. At a meeting of shareholders, not less than the minimum number of votes reand by the articles of incorporation were voted in favor of the amendmonth.	uly adopted and quired by statute
		(Note 4)
	By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having be and submitted to the shareholders. A consent in writing has been signed by any sholders having not less the number of votes required by statute and by the articles of incorporation. Shareholders who have not consente been given notice in accordance with Section 7.10;	an the minimum
		(Note 4)
L	By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having be and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled amendment.	enduly adopted to vote on this
		(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:)

RESOLVED, that the Articles of Incorporation be, and they hereby are, amended to read as follows:

"ARTICLE 1. The name of the corporation is OLSON'S ACE HARDWARE, INC."

(NEW NAME)

EXPEDITED

APR 15 1993

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Resolution

Property of Cook County Clerk's Office

Mana allegation is

The manner in which any exchange, reclassification or cancellation of latitude shares, or a feduction of the number of adifforized shares of any 3 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. 4 (a) The manner in which said amundment 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 or these accounts) as chringed by this amendment is as follows: (If not applicable, insert "No change") No change. Before Amendment After Amendment (Complete wither Item 5 or 6 below) 5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom aftirms, under penalties of perjury, that the facts stated herein are true. ZA HARDWARE AND HOME CENTER. \_ April 13 (Exact Name of Corporation) attested by (Signature of Secretary or Assistant Secretary) Signature of President or 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 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. Date . 19 93 S. Homer, Sole Incorporator 93309178

- 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 (§ 10.10) 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 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:
  - 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) congrate the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the appreviation "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,
  - to restate the articles of incorporation as currently amended. **(f)**

(§ 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) Livilote 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 (§ 10.20)each class when class voting applies.

When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at NOTE 5: least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the (§§ 7.10 & 10.20) consent must be promptly notified of the passage of the amendment.

C-173.4

DEPT-01 RECORSING

\$29.00

- T#3333 TRAN 2817 04/27/93 11:59:00
- **\$5823 \$** \*-93-309178
- COOK COUNTY RECORDER

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