

Whereas,

ARTICLES OF MERGER OF
 QUINCY PARK HOMEOWNERS' ASSOCIATION
 INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
 FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
 GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE
 JANUARY 1, A.D. 1987.

*Now Therefore, I, George H. Ryan, 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 18TH
 day of JULY A.D. 19 9A and
 of the Independence of the United States
 the two hundred and 18TH.*



George H Ryan
 SECRETARY OF STATE

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NFP-111.25 (Rev. Jan. 1991)

Submit in Duplicate

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

DO NOT SEND CASH!

Filing Fee \$26.00

GEORGE H. RYAN Secretary of State State of Illinois

ARTICLES OF MERGER OR CONSOLIDATION

under the General Not For Profit Corporation Act

File # 4988-003-2

This Space For Use By Secretary of State Date 7/1/94 Filing Fee \$25.00 Approved [Signature]

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986" the undersigned corporations hereby adopt the following Articles of Merger or Consolidation. (Strike inapplicable word.)

1. Names of the corporations proposing to merge consolidate, and the state or country of their incorporation are:

Table with 2 columns: Name of Corporation, State or Country of Incorporation. Rows include QUINCY PARK HOMEOWNERS' ASSOCIATION, QUINCY PARK CONDOMINIUM #1 ASSOCIATION, QUINCY PARK CONDOMINIUM #2 ASSOCIATION, QUINCY PARK CONDOMINIUM #3 ASSOCIATION, QUINCY PARK CONDOMINIUM #4 ASSOCIATION, all from ILLINOIS.

2. The laws of the state or country under which each corporation is incorporated permit such merger or consolidation.

3. The name of the surviving corporation: QUINCY PARK HOMEOWNERS' ASSOCIATION

and it shall be governed by the laws of: ILLINOIS

4. The plan of merger consolidation is as follows:

(If space is insufficient, attach additional pages size 8 1/2 x 11.)

SEE ATTACHED EXHIBIT A - PLAN AND AGREEMENT OF MERGER

DEPT-01 RECORDING 842.50 18888 TRAN 2207 07714794 09157100 1118 # L.C # -94-614225 COOK COUNTY RECORDER

EXPEDITED

JUN 29 1994

SECRETARY OF STATE

EXPEDITED

JUL 01 1994

SECRETARY OF STATE

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Dated June 27, 1994

QUINCY PARK CONDOMINIUM #3 ASSOCIATION
(Exact Name of Corporation)

attested by *Amy Peterson*
(Signature of Secretary or Assistant Secretary)

by *J. Manson*
(Signature of President or Vice President)

Amy Peterson, Secretary
(Type or Print Name and Title)

Jeff Manson, President
(Type or Print Name and Title)

Dated June 27, 1994

QUINCY PARK CONDOMINIUM #4 ASSOCIATION
(Exact Name of Corporation)

attested by *Ann Allodi*
(Signature of Secretary or Assistant Secretary)

by *Michael E. Coit*
(Signature of President or Vice President)

Ann Allodi, Secretary
(Type or Print Name and Title)

Michael E. Coit, President
(Type or Print Name and Title)

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FORM NFP-111.25

File No. _____

ARTICLES OF MERGER,
OR CONSOLIDATION
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25.00

FILED

JUL 1 1994

GEORGE H. RYAN
SECRETARY OF STATE

RETURN TO:

Department of Business Services
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-9921

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6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger or consolidation by the Secretary of State of the State of Illinois:

- a. The surviving or new corporation may be served with process in this state in any proceeding for the enforcement of any obligation of any domestic corporation which is party to such merger or consolidation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving or new corporation to accept service of process in any such proceeding.

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

Dated June 27, 1994

attested by *Darlene Ahlstedt*
(Signature of Secretary or Assistant Secretary)

Darlene Ahlstedt, Secretary
(Type or Print Name and Title)

QUINCY PARK HOMEOWNERS' ASSOCIATION
(Exact Name of Corporation)

by *Lonny Friedman*
(Signature of President or Vice President)

Lonny Friedman, President
(Type or Print Name and Title)

Dated June 27, 1994

attested by *Mary Lou Arriaza*
(Signature of Secretary or Assistant Secretary)

Mary Lou Arriaza, Secretary
(Type or Print Name and Title)

QUINCY PARK CONDOMINIUM #1 ASSOCIATION
(Exact Name of Corporation)

by *Deanne Garraffa*
(Signature of President or Vice President)

Deanne Garraffa, President
(Type or Print Name and Title)

Dated June 27, 1994

attested by *Barbara Kassitas*
(Signature of Secretary or Assistant Secretary)

Barbara Kassitas, Secretary
(Type or Print Name and Title)

QUINCY PARK CONDOMINIUM #2 ASSOCIATION
(Exact Name of Corporation)

by *Ernest Raketad*
(Signature of President or Vice President)

Ernest Raketad, President
(Type or Print Name and Title)

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(OVER)

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5. The plan of ^{merger} consolidation was approved, (a) as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)

- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
- B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§ 108.45 & § 111.15)
- C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws (§ 111.20)
- D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

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NAME OF CORPORATION

MANNER

QUINCY PARK HOMEOWNERS' ASSOCIATION

QUINCY PARK CONDOMINIUM #1 ASSOCIATION

QUINCY PARK CONDOMINIUM #2 ASSOCIATION

QUINCY PARK CONDOMINIUM #3 ASSOCIATION

QUINCY PARK CONDOMINIUM #4 ASSOCIATION

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EXHIBIT A 4 6 1 4 2 2 5

PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger made and entered into this 5th day of December, 1993, by and between the Quincy Park Homeowners Association, an Illinois not-for-profit corporation (hereinafter sometimes referred to as "Homeowners Association") with its principal office in the State of Illinois at 542 East Old Willow Road, Prospect Heights, and Quincy Park Condominium #1 Association, Quincy Park Condominium #2 Association, Quincy Park Condominium #3 Association, and Quincy Park Condominium #4 Association, each Illinois not-for-profit corporations (hereinafter sometimes referred to as the "Condominium Associations") with their principal offices in the State of Illinois at 542 East Old Willow Road, Prospect Heights (all corporations collectively referred to as the "Associations").

WITNESSETH:

The Boards of Directors of the Associations deem it advisable for the general welfare of their respective Unit Owners that the Homeowners Association and the Condominium Associations merge, and they have duly approved and authorized the form of this Plan and Agreement of Merger; and

The Associations desire to merge under and pursuant to the laws of the State of Illinois;
and
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The Associations desire to adopt this Plan and Agreement of Merger and to consummate the merger in accordance with the provisions of Section 111.05 of the Illinois General Not-For-Profit Corporation Act, 805 ILCS 105/111.05, as amended;

NOW, THEREFORE, in consideration of the mutual covenants, agreements and provisions hereinafter contained, the Associations agree that the Homeowners Association and

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the Condominium Associations shall be merged, with the Homeowners Association as the surviving corporation, in accordance with the applicable laws of the State of Illinois, and that the terms and conditions of the merger and the mode of carrying it into effect shall be as follows:

ARTICLE I

The merger provided for in this Plan and Agreement of Merger shall become effective upon the completion of the following:

(1) Adoption of this Plan and Agreement of Merger by the Unit Owners of each Condominium Association, who are also members of the Homeowners Association, and as provided by the applicable laws of the State of Illinois; and

(2) Execution and filing of Articles of Merger required by Section 111.05 of The Illinois Not-For-Profit Corporation Act of the State of Illinois with the Secretary of State of the State of Illinois.

The Board of Directors of the Homeowners Association and the Condominium Associations shall agree upon the date (the "Effective Date") on which the Articles of Merger shall be filed with the Secretary of State of the State of Illinois, but such filing shall take place with reasonable promptness after the approval of this Plan and Agreement of Merger by the Unit Owners of the Homeowners Association and the Condominium Associations.

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ARTICLE II

The Condominium Associations shall be merged into the Homeowners Association as a single corporation, in accordance with the applicable provisions of the laws of the State of

Illinois. The Association shall be the "Surviving Corporation" and shall retain its name of Quincey Park Homeowners' Association.

ARTICLE III

Upon the Effective Date:

(1) The Association shall be a single corporation, which shall be the Homeowners Association as the Surviving Corporation, and the separate existence of the Condominium Associations shall cease.

(2) The Homeowners Association shall thereupon and thereafter possess all rights, privileges, immunities and franchises, of a public, as well as of a private nature, of each of the Associations, and all property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest of, or belonging to, or due to each of the Associations, shall be taken and deemed to vest in the Surviving Corporation without further act or deed; and the title to all real estate, or any interest therein, including, without being limited to the interest in a leasehold estate, vested in all of the Associations, shall not revert or be in any way impaired by reason of the merger.

(3) The Homeowners Association shall become responsible and liable for all of the liabilities and obligations of each Condominium Association; and any claim existing or action or proceeding pending by or against either of the Associations may be prosecuted to judgment as if the merger had not taken place, or the Surviving Corporation may have substituted in its place, and neither the rights of creditors nor any liens upon the property of the Associations shall be impaired by the merger.

(4) The assets, liabilities, reserves and accounts of the Condominium Associations shall be recorded on the books of the Homeowners Association at the amounts at which they, respectively, shall then be carried on the books of the Homeowners Association, subject to such adjustments, or eliminations of inter-company items, as may be appropriate in giving effect to the merger.

(5) All corporate acts, plans, policies, contracts, approvals and authorizations of its Unit Owners, Board of Directors, committees elected or appointed by the Board of Directors, officers and agents, which were valid and effective immediately prior to the effective date of the merger, shall be taken for all purposes as the acts, plans, policies, contracts, approvals and authorizations of the Homeowners Association.

(6) The By-Laws of the Homeowners Association as existing and constituted immediately after the Effective Date of the merger, shall be and constitute the By-Laws of the Condominium Associations.

ARTICLE IV

The Certificate of Incorporation of the Homeowners Association shall be the Certificate of Incorporation of the Condominium Associations, as amended.

ARTICLE V

The Homeowners Association, as the Surviving Corporation, shall pay all expenses of carrying this Plan and Agreement of Merger into effect and accomplishing the merger herein provided for.

ARTICLE VI

If at any time the Homeowners Association shall consider or be advised that any further assignment or assurance in law is necessary or desirable to vest in the Homeowners Association, the title to any property or rights of the Condominium Associations, the proper officers and directors of the Homeowners Association shall, and will, execute and take all such proper assignments and assurances in law and do all things necessary or proper to thus vest such property or rights in the Homeowners Association, and otherwise to carry out the purposes of this Plan and Agreement of Merger.

ARTICLE VII

(1) No provision is herein made for any dissenting Unit Owner of any Condominium Association since the consent of the Unit Owners of the Condominium Associations to the merger is a condition to the merger under the terms of Article I of this Plan and Agreement.

(2) This Plan and Agreement of Merger may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Quincy Park Homeowners Association and Quincy Park Condominium #1 Association, Quincy Park Condominium #2 Association, Quincy Park Condominium #3 Association and Quincy Park Condominium #4 Association, pursuant to the approval and authority duly given by resolutions adopted by their respective Board of Directors,



EDH
Brehm Pearl Street & Bright
30 N. LaSalle
Ste 3500
Chicago, IL 60602

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[Faint, illegible text from a document, possibly a court order or legal notice, is visible through the paper. The text is mostly obscured by the watermark and the 'UNOFFICIAL COPY' header.]

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have caused this Plan and Agreement of Merger to be executed by the President or a Vice President and the Secretary or Assistant Secretary of each Association.

QUINCY PARK HOMEOWNERS ASSOCIATION,
an Illinois Not-For-Profit Corporation

By: *Lonny Friedman*
Lonny Friedman
Its: President

ATTEST:

By: *Darlene Ahlstedt*
Darlene Ahlstedt
Its: Secretary

QUINCY PARK CONDOMINIUM #1 ASSOCIATION,
an Illinois Not-For-Profit Corporation

By: *Dennis Garruffa*
Dennis Garruffa
Its: President

ATTEST:

By: *Mary Lou Arriaza*
Mary Lou Arriaza
Its: Secretary

QUINCY PARK CONDOMINIUM #2 ASSOCIATION,
an Illinois Not-For-Profit Corporation

By: *Ernest Rakstad*
Ernest Rakstad
Its: President

ATTEST:

By: *Barbara Kassitas*
Barbara Kassitas
Its: Secretary

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QUINCY PARK CONDOMINIUM #3 ASSOCIATION,
an Illinois Not-For-Profit Corporation

By: 
Jeff Minson
Its: President

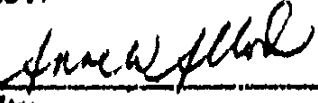
ATTEST:

By: 
Amy Peterson
Its: Secretary

QUINCY PARK CONDOMINIUM #4 ASSOCIATION,
an Illinois Not-For-Profit Corporation

By: 
Michael G. Coit
Its: President

ATTEST:

By: 
Its: _____

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I, Darlene Ahlstedt, Secretary of the Quincy Park Homeowners Association, a not-for-profit corporation, organized and existing under the laws of the State of Illinois, hereby certify, as such Secretary, that the Plan and Agreement of Merger to which this certificate is attached, after having been signed on behalf of the Quincy Park Homeowners Association, the Quincy Park Condominium #1 Association, the Quincy Park Condominium #2 Association, the Quincy Park Condominium #3 Association, and the Quincy Park Condominium #4 Association, each a non-profit corporation of the State of Illinois, was duly submitted to the Unit Owners of the Associations and that the proposed Plan and Agreement of Merger was approved by the vote of more than seventy-five percent (75%) of the Unit Owners at a meeting held on December 5, 1993, and that thereby the Agreement of Merger was duly adopted as the act of the Unit Owners.

Darlene Ahlstedt
Darlene Ahlstedt, Secretary

December 5, 1993

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