

94008212

STATE OF ILLINOIS  
OFFICE OF  
THE SECRETARY OF STATE



Property of Cook County Clerk's Office

**Whereas,**

ARTICLES OF INCORPORATION OF  
BROOKHAVEN PROPERTIES, 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 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 9TH*

*day of DECEMBER A.D. 19 93 and*

*of the Independence of the United States*

*the two hundred and 18TH*

*George H Ryan*  
SECRETARY OF STATE

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Form **BCA-2.10** | **ARTICLES OF INCORPORATION**

(Rev. Jan. 1991)

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

## FILED

SUBMIT IN DUPLICATE!

DEC - 9 1993

**GEORGE H. RYAN**  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 12-9-93  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Approved: \$ 100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. CORPORATE NAME: Brookhaven Properties, Inc.

(The corporate name must contain the words "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent:	Henry	M.	Grannan
	First Name	Middle Initial	Last name
Initial Registered Office:	20	N. Wacker	3700
	Number	Street	Suite #
	Chicago	60606	Cook
	City	Zip Code	County

3. Purpose or purposes for which the corporation is organized:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

See attached.

DEPT-01 RECORDINGS \$27.50  
77777 TRAN 4067 01/04/94 13:53:00  
#204 # \* - 94 - 0084 12  
COOK COUNTY RECORDER

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ 1.00	10,000	1,000	\$ 1,000
				TOTAL \$ 1,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: None  
(If not sufficient space to cover this point, add one or more sheets of this size.)

27.50

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5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: 2  
(b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Residential Address
Sean Smith	21 Meadowview Drive, Winnetka, Illinois 60093
Bryan Smith	21 Meadowview Drive, Winnetka, Illinois 60093

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
(b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
(c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
(d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated December 3, 19 93

Signature and Name	Address
1. <u>Candice K. Casazza</u> Signature	1. <u>20 N. Wacker Drive, Suite 3700</u> Street
<u>Candice K. Casazza</u> (Type or Print Name)	<u>Chicago, Illinois 60606</u> City/Town State Zip Code
2. _____ Signature	2. _____ Street
_____ (Type or Print Name)	_____ City/Town State Zip Code
3. _____ Signature	3. _____ Street
_____ (Type or Print Name)	_____ City/Town State Zip Code

(Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)  
NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice President and verified by him, and attested by its Secretary or Assistant Secretary.

## FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25 and a maximum of \$1,000,000.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.  
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

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

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## ARTICLE THREE

The purposes for which the corporation is formed are:

1. To perform real estate development activities.
2. To acquire the goodwill, rights, property, and business of any person or of any partnership or corporation heretofore, or hereafter, engaged in any business similar to that which this corporation has power to conduct; to pay for same in cash or in stocks, bonds, notes, debentures, or other obligations of this corporation; to hold, use, and in any manner dispose of the whole or any part of the property and rights so acquired; to assume in connection therewith any liabilities of any such person, partnership, or corporation, and to conduct the whole or any part of the business thus acquired.
3. To purchase, acquire, hold, mortgage, pledge, exchange, manufacture, sell, deal in and dispose of, personal property and equipment used in connection with the conduct and operation of said business and commodities of every kind, character, and description whatsoever, and wheresoever located, and any interest therein.
4. To buy, hold, own, improve, manage, operate, lease as lessee, let as lessor, sell, convey and/or mortgage either alone or in conjunction with others, real estate of every kind, character, and description, wheresoever situated, and any interest thereon.
5. To enter into any lawful arrangement for sharing profits, or union of interest, or into a partnership agreement, with any corporation, partnership, or individual for the carrying on of any business which the corporation is authorized to carry on, or any business or transaction deemed necessary, convenient, or incidental to carrying out any of the purposes of the corporation, and particularly to its primary purpose.
6. To transact all business incidental to or connected with any of the foregoing provisions.
7. To have the capacity in general to carry on any other lawful business whatsoever in connection with the foregoing, or which is calculated, directly or indirectly, to promote the best interest of the corporation, or to enhance the value of its properties, and to have and exercise all rights, powers, and privileges which are now or may hereinafter be conferred by the laws of Illinois upon corporations, except as expressly limited by the Act under which this corporation is formed.
8. To transact any or all lawful business activities for which corporations may be incorporated under the Business Corporation Act of Illinois.

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5/20/2012

Mail to : ~~Chandra~~ ~~Chandra~~ ~~Chandra~~ ~~Chandra~~ ~~Chandra~~  
20 N. Wacker  
Suite 2700  
Chicago, IL 60606

