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94061681

Form **BCA-1.15**

STATEMENT OF CORRECTION

File # 5712-899.9 94061681

(Rev. Jan. 1991)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 795-2237

FILED

DEC 09 1993

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date	12-9-93
License Fee	\$
Franchise Tax	\$
Filing Fee	\$ 25.00
Penalty	\$
Interest	\$
Approved:	<i>[Signature]</i>

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

- CORPORATE NAME: American Office Investment, Inc.
- STATE OR COUNTRY OF INCORPORATION: Illinois
- Title of document to be corrected: Articles of Amendment to Articles of Incorporation
- Date erroneous document was filed by Secretary of State: February 23, 1993

5. Inaccuracy, error or defect:

(Briefly identify the error and explain how it occurred. Use reverse side or add one or more sheets of this size if necessary.)

- Manner of Adoption - Note 2 was not correct and should not have been checked.
- Statement that no shares of the corporation have been issued as of February 18, 1993 is incorrect. Shares were already issued.
- There were elected officers and directors as of December 31, 1992. Copies of resolutions electing directors and officers, as certified by the Secretary of the Corporation, are attached hereto.

6. Corrected portion(s) of the document in corrected form:

(If there is not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)

On February 23, 1993 the first box, under Manner of Adoption, was marked in error. This corporation did not meet the criteria for filing the amendment as filed on that date. Therefore the amendment and supporting resolutions are void.

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DEPT-01 RECORDING \$31.50
 T#6666 TRAN 2266 01/20/94 13:37:00
 #3780 #-94-061681
 COOK COUNTY RECORDER

7. 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 November 9, 1993

American Office Investment, Inc.

attested by *Janice J. Fox*
(Signature of Secretary or Assistant Secretary)

by *Paul J. Wheeler*
(Signature of President or Vice President)

Janice J. Fox; Secretary
(Type or Print Name and Title)

Paul J. Wheeler; President
(Type or Print Name and Title)

[Handwritten initials]

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AMERICAN OFFICE INVESTMENT, INC.

I, the undersigned, hereby certify that attached hereto are a true copy of resolutions dated December 31, 1992 duly adopted by the consent of the Board of Directors of the above-mentioned corporation, and a true copy of the Unanimous Consent of the Shareholders of this corporation dated December 31, 1992, all made pursuant to the by-laws of this corporation and applicable law, and entered upon the regular minute book of the corporation, and now in full force and effect, and that the Board of Directors and the Shareholders of the corporation have, and at the time of the adoption of their respective resolutions had, full power and lawful authority to adopt the resolutions and to confer the powers thereby granted to the directors and officers named therein, who have full power and lawful authority to exercise the same.

IN WITNESS WHEREOF, I have hereunto affixed my hand and the corporate seal of said corporation, at Oak Brook, Illinois the 10th day of November, 1993.

James J. Ho
Secretary

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County Clerk's Office

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WRITTEN CONSENT OF
THE SHAREHOLDERS OF
AMERICAN OFFICE INVESTMENT, INC.

The undersigned, being all of the shareholders of American Office Investment, Inc., an Illinois corporation, acting pursuant to Section 7.10 of the Illinois Business Corporation Act of 1983, do hereby consent to and adopt the following resolutions:

RESOLVED, that the Preorganization Subscription Agreement covering all existing subscriptions to shares of stock of this corporation be, and the same hereby is approved;

RESOLVED, that the following named persons are hereby elected as directors of this corporation to serve until the next annual meeting of this corporation or until their successors shall be duly elected and qualified:

G. Joseph Cosenza
Paul J. Wheeler

RESOLVED, that the Articles of Incorporation of this corporation as filed in the Office of the Secretary of State of Illinois be, and the same hereby are approved;

RESOLVED, that the Articles of Incorporation be forthwith filed for recording in the Office of the Recorder of Deeds of Cook County.

RESOLVED, that this Corporation shall be treated as a Subchapter S Corporation under the Internal Revenue Code of 1986 as amended ("Code") and that the Directors of this Corporation shall authorize and direct the Officers of this Corporation to timely effect the Subchapter S Election as required by the Code.

Dated as of December 31 1992

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UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
AMERICAN OFFICE INVESTMENT, INC.

The undersigned, being all of the Directors of American Office Investment, Inc., an Illinois corporation, acting pursuant to Section 8.45 of the Illinois Business Corporation Act of 1983, do hereby consent to and adopt the following preambles and resolutions:

I. BY-LAWS

RESOLVED, that proposed By-Laws in the form preceding this Consent consisting of twelve (12) articles and fifteen (15) pages, be and the same hereby are, adopted as the By-Laws of this corporation.

II. STOCK CERTIFICATES

RESOLVED, that the form of stock certificate attached to this Consent is hereby approved and adopted.

III. CORPORATE SEAL

RESOLVED, that the seal making the imprint shown below be, and it hereby is adopted as the seal of this corporation.

IV. CORPORATE DOCUMENTS

RESOLVED, that the Secretary be and he hereby is authorized and directed to procure the necessary corporate books for recording official business of this corporation.

V. STOCK SUBSCRIPTION AGREEMENT

RESOLVED, that the Preorganization Subscription Agreements covering subscription for One Thousand (1,000) Common Shares of this corporation be and the same hereby are approved; and

FURTHER RESOLVED, that the Preorganization Subscription Agreements be inserted in the minute book preceding this Unanimous Consent.

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VI. STOCK OFFER AND PURCHASE

WHEREAS, various individuals (the "Subscribers"), have offered to transfer an aggregate of \$10,000 in cash in exchange for the issuance to them of an aggregate of 1,000 Common shares of this corporation without par value pursuant to various Subscription Agreements.

RESOLVED, that the President and Secretary of the corporation shall request immediate purchase of the Common Shares of this corporation by the Subscribers and that upon transfer to the corporation of the cash payments due by the Subscribers pursuant to their respective Subscription Agreements are authorized and empowered to execute, issue and deliver share certificates for the amount of the Common Shares of this corporation so subscribed to the Subscribers pursuant to their respective Subscription Agreements.

VII. OFFICERS

RESOLVED, that the following people be and they hereby are unanimously elected to the positions set forth opposite their names, to hold office until their respective successors have been duly elected and qualified:

Paul J. Wheeler	President & Treasurer
Janice J. Fox	Secretary

VII. AUTHORITY TO TRANSACT BUSINESS IN ANOTHER STATE

RESOLVED, that for the purpose of authorizing this corporation to transact business in any state, territory or dependency of the United States or any foreign country in which it is necessary or expedient for this corporation to transact business, the President and Secretary or either of them, are hereby authorized from time to time to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices, and, under the corporate seal, to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such state, territory, dependency or country to authorize this corporation to transact business therein and whenever it is expedient for this corporation to cease doing business therein and withdraw therefrom, to revoke any appointment of agent or attorney for service of process, and to file such certificates, reports, revocations of appointment, or surrender of authority as may be necessary to terminate the authority of this corporation to transact business in any such state, territory, dependency or country.

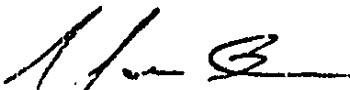
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VIII. SUBCHAPTER S ELECTION

RESOLVED, that this Corporation elects to be treated as a Subchapter S Corporation under the Internal Revenue Code of 1986, as amended ("Code") and that the Officers of this Corporation are hereby authorized and directed to timely file Subchapter S Election documentation as required by the Code.

Dated as of December 31, 1992


G. Joseph Cosenza


Paul J. Wheeler

Being all of the Directors

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