## UNOFFICIAL COPY

File Number 4732-360-6

# State of Allinois Office of The Secretary of State

Uncicles of Mendment to the articles of incorporation of

LESKER REALT! & BUILDERS, 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 \_\_\_\_\_\_ ATH\_\_\_\_\_\_ day of \_\_\_\_\_\_ JANUARY \_\_\_\_\_ A.D. 19 \_\_95 \_\_ and of the Independence of the United States the two hundred and \_\_\_\_\_\_\_ 19TH \_\_\_\_\_ .

Deorge 4 Ryan

Secretary of State

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Property of Cook County Clerk's Office

-95060271(Rev. Jan. 1991) FIIO # 4732 - 360-6 George H. Ryan SUBMIT IN DUPLICATE Secretary of State Department of Business Services FILED This apace for use by Springfield, IL 62756 Secretary of State Telephone (217) 782-1832 JAN 04 1995 Franchiso Tox Filing Foo\* Remit payment in check or money GEORGE H. RYAN Ponalty order, payable to "Secretary of State." SECRETARY OF STATE Approved: CORPORATE NAME: MANNER OF ADOPTION AND TEXT OF AMENDMENT: The following amendment of the Articles of Incorporation was adopted on . in the manner indicated below. ( "X" one box only)  $\mathbb{N}$  a majority of the incorporators, provium no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment. By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; By the shareholders, in accordance with Section 10.20, a resultaion of the bourd of directors having been duly adopted and submitted to the shareholders. At a impeting of shareholders, notice, s than the minimum number of votes required by statute 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 of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by that eholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Sharoholders who have not consented in writing have been given notice in accordance with Section 7.10; By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of circulars having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this (Noto 4) When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments. Article I: The name of the corporation is:

### UNOFFICIAL COPY NOTES and INSTRUCTIONS 95060271

- 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 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;
  - 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) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the appreciation "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 require the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05.
  - (f) to restate the inticles of incorporation as currently amended.

(§ 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.

Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (1) 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 paires entitled to vote 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)

The filing fee for articles of amendment - \$25.00. The filing fee for restated articles - \$100.00.

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COOK COUNTY,
RECORDER
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(Any article being amended is required to be set forth in its entirety)

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3.	,•	The mander in which any class below the number change")	r exchange, reclassifica of issued shares of that	tion of carregliation of a class, provided for or c	sand shares, or a reduction c allected by this amendment. ह	d thu number of authorized s as follows: (If not applica	shates of any blo, ansert "No
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4.		(a) The manner in which and Paid-in Surplus and	said amendment effect is equal to the lotal of	s a change in the amou these accounts) is as f	int of paid-in capital (Paid-in c ollows. (If not applicable, insi	capital replaces the terms ( ort "No change")	Stated Capital
		(b) The amount of said of a country as changed by	n capital (Paid-in Capit i this onsundment is as	al replaces the terms t follows: (If not applica	Stated Capital and Paid-in Si blo, instart "No change")	uplus and is equal to the	iotal of these
			O <sub>j</sub> c Pak	-in Capital	Before Amendment	After Amendment	
			(Comp	lute e/iher Item 5	or 6 below)		
5.	unde Date attes	r ponalties of perjury  d Ctaber  led by Begins  (Sphature  REGINA	of Secretary or Assistance or Print Name and	ed herein are true.  . 19 94  Int Secretary!  SECRETARY  Title)	Signature of Pi	d officers, each of who amy of Corporation), esident for Vice President, for Vice President, each of Title)	Dre.
<b>3</b> .	lf am	endment is authorize	d by the incorporat	ors, the incorpora	tors must sign belove.		
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	II ami	endment is authorize By be designated by t	d by the directors a he board, must sig	nd there are no of n below.	ficers, then a majority o	f the directors or such	directors
	The u	indersigned attirms, t	inder the penalties	of perjury, that the	e facts stated herein are	a true.	
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