File Number 5080-944-7

State of Illinois
Office of
The Secretary of State

Whereas, ARTICLES OF MERGER OF
LA SALLE DEVELOPMENT CORPORATION.
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.

95061109

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 30TH day of DECEMBER A.D. 19 94 and of the Independence of the United States the two hundred and 19TH .

George H Ryan
Secretary of State

C-212.1

Form **BCA-11.25**
(Rev. Jan. 1991)

ARTICLES OF MERGER CONSOLIDATION OR EXCHANGE

File # 95061109

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

DO NOT SEND CASH!
Remit payment in check or money order, payable to "Secretary of State."
Filing Fee is $100, but if merger or consolidation of more than 2 corporations, $50 for each additional corporation.

FILED
DEC 30 1994
GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by Secretary of State

Date 12/30/94
Filing Fee $ 100.00
Approved: HL

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

Name of Corporation	State or Country Of Incorporation	Corporation File No.
LaSalle Development Corporation	Illinois	D 5080-944-7
Draper Development Corporation	Illinois	D 5362-805-2

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

3. (a) Name of the surviving corporation: LaSalle Development Corporation

(b) It shall be governed by the laws of: Illinois

4. Plan of merger as follows:

If not sufficient space to cover this point, add one or more sheets of this size.

SEE ATTACHED

DEPT-01 RECORDING $35.50
T#0008 TRAN 5498 01/26/95 13:41:00
#7065 # JB *-95-061109
COOK COUNTY RECORDER

95061109

35 5/GB

5. Plan of ~~consolidation~~ merger ~~exchange~~ was approved, 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:

(The following items are not applicable to mergers under §11.30 —90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each corporation)

Name of Corporation	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken. (§ 11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20
LaSalle Development Corporation	☐	☐	☒
Draper Development Corporation	☐	☐	☒
	☐	☐	☐
	☐	☐	☐
	☐	☐	☐

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, consolidation or exchange by the Secretary of State of the State of Illinois:

a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.

b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings; and

c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. *(Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)*

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation

b. (Not applicable to 100% owned subsidaries)
The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____, 19 _____.

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? ☐ Yes ☐ No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. 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 December 12, 19 94

LaSalle Development Corporation
(Exact Name of Corporation)

attested by X Edith Draper
(Signature of Secretary or Assistant Secretary)

by X [signature]
(Signature of President or Vice President)

Edith Draper, Secretary
(Type or Print Name and Title)

Lewis F. Draper, President
(Type or Print Name and Title)

Dated December 12, 19 94

Draper Development Corporation
(Exact Name of Corporation)

attested by X Edith Draper
(Signature of Secretary or Assistant Secretary)

by X [signature]
(Signature of President or Vice President)

Edith Draper, Secretary
(Type or Print Name and Title)

Lewis F. Draper, President
(Type or Print Name and Title)

Dated _____, 19 _____

_____
(Exact Name of Corporation)

attested by _____
(Signature of Secretary or Assistant Secretary)

by _____
(Signature of President or Vice President)

_____
(Type or Print Name and Title)

_____
(Type or Print Name and Title)

95061109

C-195.2

AGREEMENT AND PLAN OF MERGER OF DRAPER DEVELOPMENT CORPORATION AND LASALLE DEVELOPMENT CORPORATION

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement"), dated as of December 12, 1994, by and between Draper Development Corporation ("**DDC**"), an Illinois corporation, and LaSalle Development Corporation ("**LaSalle**"), an Illinois corporation.

WITNESSETH:

WHEREAS, **DDC** is a corporation duly organized and existing under Illinois law; and,

WHEREAS, **LaSalle** is a corporation duly organized and existing under Illinois law; and,

WHEREAS, the aggregate number of shares of capital stock that **DDC** has authority to issue is One Thousand (1,000) shares of Common Stock, One Dollar and 00/100 ($1.00) par value (the "DDC Common Stock"), of which One Thousand (1,000) shares are issued and outstanding; and,

WHEREAS, the aggregate number of shares of capital stock that **LaSalle** has authority to issue is Ten Thousand (10,000) shares of Common Stock, no par value (the "LaSalle Common Stock"), of which One Thousand (1,000) shares are issued and outstanding; and,

WHEREAS, the Boards of Directors of **DDC** and **LaSalle** have each adopted this Agreement and determined that it is desirable and to the benefit and welfare of their respective corporations that **DDC** be merged with and into **LaSalle** under and pursuant to the provisions of the Illinois Business Corporation Act of 1983 (the "Illinois BCA"), and approved such merger on and subject to the terms and conditions set forth herein.

NOW THEREFORE, in consideration of the premises and the mutual agreements and benefits herein set forth and hereby provided, **DDC** and **LaSalle** agree as follows:

Section I.
The Merger

At and as of the Effective Time (defined in Section 3 below), **DDC** shall be merged with and into **LaSalle** (the "Merger"), whereupon:

(a) the separate existence of **DDC** shall cease and **DDC** and **LaSalle** (hereinafter sometimes together called the "Constituent Corporations") shall be a single corporation which shall be **LaSalle** as the surviving corporation continuing to be called "LaSalle Development Corporation" (hereinafter sometimes called the "Surviving Corporation");

(b) the Surviving Corporation shall then and thereafter possess all of the rights, privileges, immunities and franchises, as well of a public and of a private nature, of each of the Constituent Corporations; all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares, and all other choices in action, and all and every other interest of or belonging to or due to each of the Constituent Corporations shall not revert or be in any way impaired by reason of the Merger;

(c) the Surviving Corporation shall then and thereafter be responsible and liable for all the liabilities and obligations of each of the Constituent Corporations; any existing claim action or proceeding pending by or against either of the Constituent Corporations may be prosecuted to judgment as if the Merger had not taken place, and the Surviving Corporation may be substituted in the place of either; and neither the rights of creditors or any liens upon the property of either of the Constituent Corporations shall be impaired by the Merger;

(d) the Articles of Incorporation of **LaSalle** as then in effect, shall be and constitute the Articles of Incorporation of the Surviving Corporation until amended or changed in accordance with Illinois law;

(e) the By-laws of **LaSalle** as then in effect, shall be and constitute the By-laws of the Surviving Corporation until amended, changed or repealed; and,

(f) the directors and officers of **LaSalle** then in office, shall be and constitute the directors and officers of the Surviving Corporation until their respective successors shall have been elected and have qualified or until their earlier resignation, removal or replacement.

Section II.

Conversion of Shares

Also at and as of the Effective Time:

(a) Each and all of the shares of the **DDC** Common Stock issued and either outstanding or held in the treasury of **DDC** shall, by virtue of the Merger and without any surrender of stock certificates or other action on the part of the holder thereof, be cancelled and retired; no cash, property, or securities shall be issued in respect thereof; and all rights with respect thereto shall cease. Both **LaSalle** and **DDC** are owned by the same parties and their common ownership interests are identical.

(b) Each of the shares of the **LaSalle** Common Stock shall, by virtue of the Merger and without any surrender of stock certificates or other action on the part of the holder thereof, be converted into and deemed to constitute one (1) fully paid and non-assessable share of Common Stock, without par value, of the Surviving Corporation. Then-outstanding certificates representing shares of **LaSalle** Common Stock shall then and thereafter represent the same number of shares of Common Stock of the Surviving Corporation, and the holder or holders thereof shall have the same rights as such holder would have had if such certificates had been issued at the Effective Time by the Surviving Corporation.

Section III
Shareholder Approval; Articles of Merger; Effective Date

DDC recites, represents and warrants that this Agreement and the consummation by **DDC** of the plan of Merger set forth herein have been duly authorized and approved by the shareholders of **DDC** in accordance with the Illinois BCA.

LaSalle recites, represents and warrants that this Agreement and the consummation by **LaSalle** of the plan of Merger set forth herein have been duly authorized and approved by the shareholders of **LaSalle** in accordance with the Illinois BCA.

DDC and **LaSalle** jointly recite that they have, concurrently with their execution of this Agreement, executed separate Articles of Merger (the "Articles of Merger") utilizing Form BCA-11.25 of the Secretary of State of Illinois.

DDC and **LaSalle** parties will as soon as practicable file such Articles of Merger with the Secretary of State of Illinois in accordance with the Illinois BCA and the Merger shall be deemed effective (the "Effective Time") as of 11:59 p.m. on December 31, 1994.

Section IV
Further Assurances

If at any time the Surviving Corporation shall consider or be advised that any further assignments or assurances in law or any other agreements are necessary or desirable to vest, perfect or confirm, of record or otherwise, in the Surviving Corporation the title to any property or right of **DDC**, the officers and directors of **DDC** in office immediately prior to the Effective Time shall in the name of such corporation, execute and deliver all such proper deeds, assignments, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise carry out the provisions of this Agreement, and the officers and directors of the

Surviving Corporation are authorized in the name of **DDC**, **LaSalle** or otherwise, to take any and all such action.

IN WITNESS WHEREOF, **DDC** and **LaSalle** have executed, delivered and sealed this Agreement on and as of the date first above written.

Attest:

Erik Draper, Secretary

DRAPER DEVELOPMENT CORPORATION

By: _____

Its: President

Attest:

Erik Draper, Secretary

LASALLE DEVELOPMENT CORPORATION

By: _____

Its: President

95061109

MAIL

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Northbrook, IL 60062

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