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File Number 5831-153-7

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95360815 #
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05/25/95

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State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
RRR, 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 26TH
day of APRIL A.D. 19 95 and of
the Independence of the United States the two
hundred and 19TH.



George H Ryan

Secretary of State

2/5/95

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Property of Cook County Clerk's Office

Amount to State

Amount

Amount to State

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Sub. Infr. Duplicate
 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.
DO NOT SEND CASH!

Secretary of State
 State of Illinois

This Space For Use By Secretary of State

Date 4-26-95

License Fee \$
 Franchise Tax \$ 25.50
 Filing Fee \$ 75.00
 Clerk R \$ 100.50

ARTICLES OF INCORPORATION
 RRR, INC. is being organized as
 a close corporation in compliance
 with Sec. 20.00 of the Business
 Corporation Act of 1983.

GEORGE H. RYAN
 SECRETARY OF STATE

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

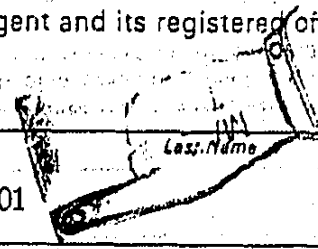
ARTICLE ONE The name of the corporation is RRR, INC.
 (Shell contain the word "corporation", "company", "incorporated",

"limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent David H. Radler
First Name Middle Name Last Name

Registered Office 8340 N. Lincoln Ave. #101
Number Street Suite # (A.P.O. Box alone is not acceptable)
Skokie, IL 60077 Cook
City Zip Code County



ARTICLE THREE The purpose or purposes for which the corporation is organized are:
If not sufficient space to cover this point, add one or more sheets of this size.
 The transaction of any or all lawful purposes for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
COMMON	NPV	100

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:
If not sufficient space to cover this point, add one or more sheets of this size.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
COMMON	NPV	100	\$ 1,000.00
			\$
			\$
			\$
TOTAL			\$ 1,000.00

* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is required.

COOK COUNTY
 RECORDER
 JESSE WHITE
 SKOKIE OFFICE

Filing No. _____

ARTICLES OF INCORPORATION

FEE SCHEDULE

95360815

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The initial license fee for a domestic corporation is computed at the rate of 1/20th of 1 percent (50¢ per \$1,000) of the amount of stated capital and paid-in surplus, with a minimum of 50¢.

The minimum total fees due (license fee + franchise tax + filing fee) where all the property and business is in Illinois, or where the corporation elects to pay on a flat basis is \$100.50. If you would like the fees computed for you, please call the Department of Business Services in Springfield.

RETURN TO:

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

Signatures must be in ink on original document. Carbon copy, xerox 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 created by its Secretary or an Assistant Secretary.

Form with signature lines and address fields for incorporators. Includes fields for Name (please print), Signature, City/Town, State, and Zip.

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

NAMES & ADDRESSES OF INCORPORATORS

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 parity requirements; fixing a duration other than perpetual; etc.

ARTICLE EIGHT OTHER PROVISIONS

- (a) It is estimated that the value of all property to be owned by the corporation for the following year whatever 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 which will be transacted by the corporation during the following year will be:
(d) It is estimated that the gross amount of business during the following year will be:
places of business in the State of Illinois during the following year will be:

ARTICLE SEVEN OPTIONAL

The number of directors constituting the initial board of directors of the corporation is _____ and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:
Name _____ Residential Address _____

OPTIONAL