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File Number

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DEPT-01 RECORDING \$27.00
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 #0005 # JJ *-96-586717
 COOK COUNTY RECORDER

State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF HACKBERRY 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.

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 JULY A.D. 19 96 and of the Independence of the United States the two hundred and 21ST



George H. Ryan
 WILSON & McILVAINE
 Secretary of State

Box 326
 \$21.00
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Form **BCA-2.10** ARTICLES OF INCORPORATION

(Rev. Jan. 1995)

This space for use by Secretary of State

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756

SUBMIT IN DUPLICATE!

FILED

JUL 26 1996

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by Secretary of State

Date 7-26-96

Franchise Tax \$ 25-

Filing Fee \$ 25

Approved: 100

1 CORPORATE NAME: HACKBERRY CORPORATION

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

2 Initial Registered Agent:	Thomas E. Chomicz
	First Name Middle Initial Last name
Initial Registered Office:	500 W. Madison Street 3700
	Number Street Suite #
	Chicago IL 60661 Cook
	City Zip Code County

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.)

The transaction of any and all lawful business for which a corporation may be incorporated under the Illinois Business Corporation Act of 1983, as amended.

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	\$ NPV	5,000	1,000	\$ 1,000

TOTAL = \$ 1,000

Paragraph 2: The powers, qualifications, limitations, restrictions and 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.)

EXPEDITED

JUL 26 1996

SECRETARY OF STATE

(over)

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5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: _____
(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	City, State, ZIP

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 ATTACHED**

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 July 25, 1996

Signature and Name	Address
<u>Marie Kitzheim</u> Signature Marie K. Eitzheim (Type or Print Name)	1. 500 W. Madison Street, Suite 3700 Street Chicago, IL 60661 City/Town State Zip Code
Signature (Type or Print Name)	2. Street City/Town State Zip Code
Signature (Type or Print Name)	3. Street City/Town State Zip Code

(Signatures must be in **BLACK 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.

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) 782-9522 or 782-9523

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Attachment to Form BCA-2.10

Articles of Incorporation
of
Hackberry Corporation

7. Optional: Other Provisions

A. Limits to Director and Officer Liability.

To the full extent that the Illinois Business Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of directors or officers, a director or officer of the Corporation shall not be liable to the Corporation or its shareholders for any monetary damages.

Any repeal or modification of the foregoing paragraph shall not adversely affect any right or protection of a director or officer of the Corporation existing at the time of such repeal or modification.

B. Elimination of Cumulative Voting.

A shareholder shall not be permitted to cumulate his or her votes at an election of directors of the Corporation.

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