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File Number 5832-829-4

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State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
INTELLIGENT LIGHTING CREATIONS, 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 5TH day of MAY A.D. 19 85 and of the Independence of the United States the two hundred and 19TH.



George H. Ryan

Secretary of State

Box 195

Q. Vaughan

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COOK COUNTY RECORDER

44588 + B.J * - 97 - 490700

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DEPT-01 RECORDING \$27.00

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Form **BCA-2.10** | **ARTICLES OF INCORPORATION**

(Rev. Jan. 1995) George H. Ryan Secretary of State Department of Business Services Springfield, IL 62756	This space for use by Secretary of State <div style="font-size: 2em; font-weight: bold; letter-spacing: 0.5em;">FILED</div> <div style="font-size: 1.5em; font-weight: bold; margin-left: 100px;">PAID</div> <p style="margin-left: 100px;">MAY 5 1995 MAY 05 1995</p> <p style="margin-left: 100px;">GEORGE H. RYAN SECRETARY OF STATE</p>	<div style="border: 1px solid black; padding: 2px; font-weight: bold; margin-bottom: 5px;">SUBMIT IN DUPLICATE!</div> This space for use by Secretary of State Date <u>5-5-95</u> Franchise Tax <u>\$10.00</u> Filing Fee <u>\$75.00</u> Approved: <u>[Signature]</u> <u>\$135.00</u>
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1. CORPORATE NAME: Intelligent Lighting Creations, Inc. ✓

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

2. Initial Registered Agent: Scott C. Falbe

<i>First Name</i>	<i>Middle Initial</i>	<i>Last name</i>
<u>8522 West Madison Drive</u>		
<i>Number</i>	<i>Street</i>	<i>Suite #</i>
<u>Niles IL</u>	<u>60714-2320</u>	<u>Cook</u>
<i>City</i>	<i>Zip Code</i>	<i>County</i>

3. 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.)

44

The transaction of any or all lawful purposes for which corporations may be incorporated under the Illinois Business Corporation Act of 1983.

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	600	600	\$ 40,000
Common A	NPV	600	0	

5812-329-6

TOTAL = \$ 40,000

Paragraph 2: The preferences, 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.)

Common - Voting

Common A - Non-Voting

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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
 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 April 20, 1995

Signature and Name	Address
1. <u>Signature</u> <u>Scott Christopher Falbe</u> (Type or Print Name)	1. <u>8522 West Madison Drive</u> <u>Hiles, IL 60714-2320</u> City/Town State Zip Code
2. <u>Signature</u> (Type or Print Name)	2. <u>Street</u> City/Town State Zip Code
3. <u>Signature</u> (Type or Print Name)	3. <u>Street</u> 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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STATE OF ILLINOIS
Office of the Secretary of State
I hereby certify that this is a true and correct copy, consisting of three pages, as taken from the original on file in this office.

George H. Ryan

GEORGE H. RYAN
SECRETARY OF STATE

DATED: July 3, 1997

BY: Robert P. H. H.

EXPEDITED
SECRETARY OF STATE

JUL 03 1997

EXP. FEES 25.00
COPY - CERT. 10.00