

97507073

File Number 5922-786-6

DEPT-01 RECORDING \$25.50  
T47777 TRAN 6615 07/15/97 16:00:00  
0514 DR \*-97-507973  
COOK COUNTY RECORDER

State of Illinois  
Office of  
The Secretary of State

97507073

Whereas, ARTICLES OF INCORPORATION OF  
SULLY AND COMPANY  
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 21ST  
day of JANUARY A.D. 19 97 and of  
the Independence of the United States the two  
hundred and 21ST



*George H Ryan*

Secretary of State

Handwritten initials and date: 7/15/97

UNOFFICIAL COPY

Property of Cook County Clerk's Office

**UNOFFICIAL COPY**

(Rev. Jan. 1995)

This space for use by Secretary of State

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

**FILED**

**SUBMIT YOUR STATE**

This space for use by Secretary of State

JAN 21 1997

GEORGE H RYAN  
SECRETARY OF STATE

Date 1-21-97  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Approved: *[Signature]* \$ 100.00

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."

1. CORPORATE NAME. Sudler and Company

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

2. Initial Registered Agent

|                |                  |                |
|----------------|------------------|----------------|
| <u>Edward</u>  | <u>M</u>         | <u>Carroll</u> |
| First Name     | Middle Initial   | Last name      |
| <u>47</u>      | <u>West Polk</u> | <u>300</u>     |
| Number         | Street           | Suite #        |
| <u>Chicago</u> | <u>IL</u>        | <u>Cook</u>    |
| City           | Zip Code         | County         |



Initial Registered Office

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.)

**The transaction of any and all lawful business for which corporations can be incorporated under the Illinois Business Corporations Act.**

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 |
|---------------|------------------------|-----------------------------|--|---------------------------------------|
| <u>Common</u> | <u>\$ no par value</u> | <u>100,000</u>              | <u>1,000</u>                           | <u>\$ 1,000</u>                       |

**TOTAL = \$ 1,000**

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.)

97507973

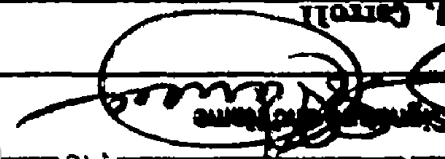
# UNOFFICIAL COPY

- 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 \$16,867)
- 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

## FEE SCHEDULE

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.

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on carbon copies.)

| 1.  |                      | 2.        |                      | 3.        |                      |
|---|----------------------|-----------|----------------------|-----------|----------------------|
| Signature   | (Type or Print Name) | Signature | (Type or Print Name) | Signature | (Type or Print Name) |
|  | Henry W. Carroll     |           |                      |           |                      |
| _____   | _____                | _____     | _____                | _____     | _____                |
| _____   | _____                | _____     | _____                | _____     | _____                |
| _____   | _____                | _____     | _____                | _____     | _____                |
| _____   | _____                | _____     | _____                | _____     | _____                |
| _____   | _____                | _____     | _____                | _____     | _____                |

Dated January 25, 1997

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

### 8. NAMES(S) & ADDRESSES(S) OF INCORPORATOR(S)

|   |   |
|---|---|
| 1. 875 North Michigan Avenue<br>Suite 2650<br>Address | Chicago, IL 60611<br>City/Town State Zip Code |
|   |   |
|   |   |
|   |   |

### 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 major requirements, fixing a duration other than perpetual, etc.

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: \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

### 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 |
|------|---------------------|------------------|
|      |                     |                  |
|      |                     |                  |
|      |                     |                  |

02/12/05/46