

STATE OF ILLINOIS
DEPARTMENT OF FINANCIAL INSTITUTIONS
CREDIT UNION DIVISION

CERTIFICATE OF PROCEEDINGS
AMENDMENT TO BY-LAWS

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I hereby certify that a (regular)(annual)(special) meeting of the (members)(directors) of the ACME CONTINENTAL CREDIT UNION, held on the 23rd day of July A.D., 19 97, pursuant to the notice required by Article XXI, of the By-Laws of the said Credit Union and by Section 305/4 of the Illinois Credit Union Act, approved August 30, 1979, and in force January 1, 1980, as amended, the following resolution was adopted:

RESOLVED: THAT ARTICLE III - MEMBERSHIP OF THE BY-LAWS OF THIS CREDIT UNION BE AMENDED TO READ AS FOLLOWS:

Section L. Any employee of:

Interlake, Inc. and its wholly owned subsidiaries; any person who at June 10, 1980 was a member of the Wisconsin Steel Employee's Credit Union (liquidated July 11, 1980); and employee of this credit union; by virtue of merger, any employee of the CNA Financial Corp. and any employee of a subsidiary company thereof, whose payroll payments are prepared by and disbursed from a common payroll department of the said associated corporation's administrative offices in the City of Chicago, IL;

and employees of:

- Libby, McNeill & Libby, Inc.
- Park Child Care, Inc.
- Riverdale Public Library District
- Dolton Public Library District
- Glenwood-Lynwood Public Library District
- Grande Prairie Public Library
- Tech-Syn Corporation
- Mile Square Health Center, Inc.
- Dolphin Cartage, Inc.
- Parent Building Material, Inc.
- Maxicare Illinois, Inc.
- Magnecraft Electric Co.,
- Hyatt Regency Woodfield
- Delicious Cookie Company
- Chicago Etching Corporation
- Frink Dental Supply Company
- R & B Steel Stamping & Fabricating Co.
- Precision Business Systems, Inc.

Cook County Clerk's Office

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- Tempo 21, Inc.
- North Shore Orthopedics
- Errand Boy, Inc.
- Chartered Financial Planning, Ltd.
- Farnetti, Ltd.
- Real Estate Consultants, Inc.
- The Signature Group
- DePaul University
- Poly Systems, Inc.
- Chemical Waste Management, Inc.
- Acme Steel Company
- Calumet Brass Foundry
- Hilton Jewelers
- Domtar Industries, Inc.
- Claims Administration Corp.
- Frank Miller & Sons
- Servicare
- J. H. Nova & Associates, Ltd.
- Financial Independence Inst.
- Summit Financial Services
- AT & T-Schaumburg Location
- NTN Bearing Corp. of America
- Groko Pallets North America
- David G. Baker & Associates
- DePaul Alumni Association
- Baker & Miller
- A. Anderson Company
- Globe Amerada Glass Company
- Index Industries, Inc.
- Heckett, A Div. of Harsco
- Recas, Inc.
- Horton Insurance Agency
- The Newberry Library
- Anderson Pest Control
- Riverdale Police Department
- Cabet, Inc., Chicago, IL
- ERA Diversified Real Estate Services, Harvey, IL
- Hair Performers, IL

Property of Cook County Clerk's Office

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Ameriphone, Inc.,
MCL Inc., Bolingbrook, IL
Reid's Fire Equipment, Lansing, IL
Stat, Inc. Ambulance Services, Chicago, IL
Eagletruck, Inc., Northglenn, Colorado
All Seals & Hose, Inc., Milwaukee, WI
Phoenix International Freight Services, Ltd., Wood Dale, IL
Fashionaire Apparel, Inc., Chicago, IL
W.S.D.S., Inc., Lansing, IL
CNA Insurance Companies, CNA Plaza, and all current and future tenants maintaining offices in their 55 East Jackson building Chicago, IL
All current and future tenants maintaining offices in the Woodfield Corporate Center, Schaumburg, IL
Wheaton Christian Center, Wheaton, IL
Employees of the Village of Riverdale
CNA Surety Corporation, Chicago, IL

who qualifies as...

I further certify on the date of said meeting the said ACME CONTINENTAL CREDIT UNION had 9 (members) (directors); that 8 (members) (directors) were present at said meeting and that 8 (members) (directors) voted in favor of the above Resolution.

Patricia A. Mackay
Secretary

*ACME Continental Credit Union
13601 So. Perry Ave
Riverdale, IL 60627*



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(Corporate Seal)

I, Mary Brodomator, being duly sworn, declare on oath that I am Chairman of the Board of the Credit Union mentioned in the foregoing certificate, and that the statements made therein are true in substance and in fact.

In Witness Whereof, I have hereunto set my hand, and caused the Seal of said corporation to be affixed this 20 day of August, A.D. 19 97

Mary Brodomator
Chairman of the Board

Subscribed and sworn to before me this

20th day of August, A.D. 19 97

John D. Kristinat
Notary Public



Approved by me this 11th day of

September A.D. 19 97
John D. Kristinat
Director of Financial Institutions