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File Number 5939-192-5

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49822 + SA *-97-313823
COOK COUNTY RECORDER

State of Illinois Office of The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
MCTIGUE & SPIEWAK, 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.

97313823

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 29TH day of APRIL A.D. 19 97 and of the Independence of the United States the two hundred and 21ST



George H. Ryan

Secretary of State

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Property of Cook County Clerk's Office

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Form **BCA-2.10** ARTICLES OF INCORPORATION

(Rev. Jan. 1995)

This space for use by Secretary of State

SUBMIT IN DUPLICATE!

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

FILED

This space for use by Secretary of State

APR 29 1997

GEORGE H. RYAN
SECRETARY OF STATE

Date

4-29-97

Franchise Tax

\$ 25.00

Filing Fee

\$ 75.00

Approved:

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: McTigue & Spiewak, Inc.

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

2. Initial Registered Agent:	Timothy	M.	Gallagher
Initial Registered Office:	134 N.	LaSalle Street	Suite 2024
	Number	Street	Suite #
	Chicago	IL 60602	Cook
	City	Zip Code	County



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.)

SEE ATTACHED

44

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	\$ No Par	10000	1500	\$ 1500

TOTAL = \$1500

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.)

SEE ATTACHED

(over)

57236833

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 4-14, 19 97

Signature and Name	Address
1. <u>Timothy M. Gallagher</u> Signature Timothy M. Gallagher (Type or Print Name)	1. 134 North LaSalle Street, Suite 2024 Street Chicago, Illinois 60602 City/Town State Zip Code
2. _____ Signature (Type or Print Name)	2. _____ Street City/Town State Zip Code
3. _____ 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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ARTICLE THREE

The purpose or purposes for which the corporation is organized are:

To engage in the business of surveying improved and unimproved, residential and commercial real estate and to practice land surveying as a registered land surveyor provided that a majority of its officers are registered land surveyors and provided that all surveying by the corporation must be done under the direction and supervision of an officer of the corporation who holds a Certificate of Registration as a registered land surveyor.

To acquire, own, use, lease as lessor or lessee, convey and otherwise deal in and with real property and any interest therein.

To engage in any lawful act or activities for which corporation may be organized under the Illinois Business Corporation Act, relative to the foregoing.

ARTICLE FOUR, PARAGRAPH 2

The preference, qualifications, limitations, restrictions and the special or relative rights in respect or the shares of each class are:

All of the common stock of the corporation presently authorized shall be Section 1244 Stock, issued pursuant to a plan within the meaning of Section 1244 of the Internal Revenue Code of the United States and execution of a subscription agreement by a subscriber shall constitute his agreement to such plan, which is that the original stated capital of this corporation shall not exceed \$1,000,000 and all the shares issued pursuant to said plan shall be issued not later than two years from the date hereof, or is issued later, shall not be the subject to this plan, shall be paid for in cash or property, for no more than a total of \$500,000.

All of the shares issued by this corporation, whether transferred by sale or gift, shall be limited by a certain buy-sell agreement entered into by and between shareholders and the corporation.

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