Cook County Recorder .

File Number 5528-814-3

## State of Allinois Office of The Secretary of State

Whereas.

ARTICLES OF DISSOLUTION OF JED/UREA DEVELOPMENT CO.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE

EUSTNESS 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 A.D. 19 day of MOVEMBER and of

the Independence of the United States the two

hundred and

Secretary of State

C2122

## UNOFFICIAL COPY

Property of Coot County Clert's Office.

UNOFFICIAL COPPOSSOLUTION I .... BCA-12.20 (Nov. Ann. 1951) George H. Ryen FILED SUBILIT IN DUPLICATE Secretary of State Department of Business Services Springfield, N. 62756 This recent for each by Telephone (217) 782-6961 NOV 04 1997 GEORGE H. RYAN Franchise Tax SECRETARY OF STATE Filing Fee \$ 5.00 Remit payment in check or money **Penalty** order, payable to "Secretary of State." Interest Accroved CORPORATE NEWE: JMB Urban Development Co. Post office address to a fixth may be mailed a copy of any process against the corporation that may be served on the Secretary of State: Dissolution of the corporation was duly authorized on in the manner indicated below: (New and the tox only) on and no directors have been By a majority of the incorporators, provided no directors we're named in the Articles of Incorp by a majority of the incorporators, provided no directors, in extra with Section 12.05, the corporation having lessed no shares as of the authorization of the dissolution. (Notes 1 & 2) By a written consent signed by all ahersholders entitled to vote on Grad ution, in accordance with Section 12.10, board of director action not being required. (Note 3) By the shareholders, in accordance with Section 12.15, a resolution having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number 20/20/20 required by statute and by the Articles of incorporation were voted in favor of the dissolution. By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution having been ruly a topted and automitted to the shareholders. A consent in writing has been signed by shareholders having not less than the mixture for uniter of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing there been given notice in accordance with Section 7.10. (Note 3) (COMPLETE CHAY WHEN APPLICABLE) (a) List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property. share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or recitation of issued shares) and give the value of the entire consideration received therefor, tess expenses; list any amounts added or transferred to paid in capital, without the issuance of shares. **Entire Consideration** Number of Date of Essiance Received Par Value Shares (squard or Contribution Class

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## HOTES

- Incorporators are authorized to dissolve a corporation CHLY before any shares have been issued AMD before any shares have been issued AMD before any shares have been issued AMD before any season have been remarked.
- Directors are authorized to descrive a corporation CHLY todays any shares have been leaved. In the event there are ne allegat, the signature of a majority of the directors or such directors as may be designated by the board must appear on these Artests of Dissolution.
- 3. All description not authorized by the incorporators or the directors must be authorized by the shareholders.

Sharefulders may authorise dissolution by their ununintous written consent. This does not require any action of the based of directors and does not require a sharefulders' mosting.

Strengtunder aucherization may also be by vote at a shereholders' mayling or by less than unanimous consent, in writing, without a meeting

To be effective, the description must receive the attimative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote an dissolution and, if class voting applies, then also at least 2/3 of the votes within each class.

If the Articles of Incorporation so provide, the 2/3 vote requirement may be superseded by any smaller or larger vote requirement, not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class veting applies.

When shareholder authorization is by less than unanimous wriden consent, all shareholders must be given notice of the prejuded dissolution action at least five days before the consent is signed. Shareholders who have not signed the consent must be given prempt notice that dissolution was duty authorized.

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