

UNOFFICIAL COPY

MAIL TO: F. J. GALVIN  
8501 W. Higgins Rd.  
Morton, IL 60691

File Number 5635-518-9

98036209

ILLINOIS SECRETARY OF STATE  
1000 NORTH KANSAS

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# State of Illinois

## Office of The Secretary of State

Whereas, **ARTICLES OF DISSOLUTION OF JOSELITA C. MANALAC, M.D., S.C. 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 31ST day of DECEMBER A.D. 19 97 and of the Independence of the United States the two hundred and 22ND



*George H Ryan*

Secretary of State



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1. Incorporators are authorized to dissolve a corporation ONLY before any shares have been issued AND before any directors have been named or elected. The signatures of a majority of the incorporators must appear on these Articles of Dissolution.

2. Directors are authorized to dissolve a corporation ONLY before any shares have been issued. In the event there are no officers, the signature of a majority of the directors or such directors as may be designated by the board must appear on these Articles of Dissolution.

3. All dissolutions not authorized by the incorporators or the directors must be authorized by the shareholders.

Shareholders may authorize dissolution by their unanimous written consent. This does not require any action of the board of directors and does not require a shareholders' meeting.

Shareholder authorization may also be by vote at a shareholders' meeting or by less than unanimous consent, in writing, without a meeting. To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on 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If the Articles of Incorporation so provide, the 2/3 vote requirement may be superseded by any smaller or larger vote requirement, not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class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 voting applies. When a shareholder authorization is by less than unanimous written consent, all shareholders must be given notice of the proposed dissolution action at least five days before the consent is signed. Shareholders who have not signed the consent must be given prompt notice that dissolution was duly authorized.

## NOTES

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Dated \_\_\_\_\_, 19\_\_\_\_

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

If dissolution is authorized by the incorporators or by the board of directors, a majority of them must SIGN HERE.

Dated December 22, 1997

attested by Josefita C. Manalac (Signature of Secretary or Assistant Secretary)  
Josefita C. Manalac, Secretary (Type or Print Name and Title)

by Josefita C. Manalac (Exact Name of Corporation)  
Josefita C. Manalac, President (Signature of President or Vice President)  
Josefita C. Manalac, President (Type or Print Name and Title)

7. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

Paid-in Capital \$ 1,000.00

8. Paid-in capital at date of execution:

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9. Issued shares at date of execution:

Class	Series	Par Value	Number of Shares
Common		No Par Value	100

TOTAL \$

\$  
\$

Date of Cancellation      Class      Number of Shares Cancelled      Cost

(b) List all cancellations of shares not previously reported to the Secretary of State, and give the cost.