

File Number 5989-168-5

State of Illinois
Office of
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
THE DANIS 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 8TH day of APRIL A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



George H Ryan

Secretary of State

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Form **BCA-2.10** ARTICLES OF INCORPORATION

ILLINOIS SECRETARY OF STATE
1900 N. WASHINGTON ST. SPRINGFIELD, ILL. 62756
SUBMIT IN DUPLICATE!

(Rev. Jan. 1995)
George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756

This space for use by Secretary of State
FILED
APR 8 1998
GEORGE H. RYAN
SECRETARY OF STATE

This space for use by Secretary of State
Date 4-8-98
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Approved: *BR* 150.00

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: The Danis Company

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

2. Initial Registered Agent:	Thomas	D.	Martin
	<i>First Name</i>	<i>Middle Initial</i>	<i>Last name</i>
Initial Registered Office:	505 N. Lake Shore Drive, Suite 1106		
	<i>Number</i>	<i>Street</i>	<i>Suite #</i>
	Chicago	IL 60611	Cook
	<i>City</i>	<i>Zip Code</i>	<i>County</i>

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 or all lawful business for which corporations may be incorporated under the Illinois Business Corporation 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
Common	\$ N.P.V.	1,000	100	\$ 5,000
				TOTAL = \$ 5,000

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.)
The restriction on stock transfers are set forth on the attached Exhibit "A" incorporated herein by reference.

Murphy & Boyle Chartered
221 North LaSalle Street
PLEASE MAIL TO:

The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

Springfield, IL 62756
Telephone (217) 782-9522 or 782-9523

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- 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

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 conformed copies.)

(Type or Print Name) _____
Signature _____
City/Town _____ State _____ Zip Code _____

3. _____
Signature _____
(Type or Print Name) _____
City/Town _____ State _____ Zip Code _____

2. _____
Signature _____
(Type or Print Name) _____
City/Town _____ State _____ Zip Code _____

1. _____
Signature and Name _____
Signature _____
Thomas D. Martin
City/Town _____ State _____ Zip Code _____
Address 505 N. Lake Shore Dr., Ste. 1106
Chicago IL 60611

Dated March 30, 1998

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

8. NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

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.

7. OPTIONAL: OTHER PROVISIONS

(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: \$ _____

6. 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 _____

5. OPTIONAL:

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EXHIBIT A TO THE ARTICLES OF INCORPORATION OF

Item 4., Paragraph 2:

Restrictions on Stock Transfers. The shares of stock in the Corporation are subject to the transfer restrictions set forth in a Shareholders' Right of First Refusal Agreement, which is on file in the office of the Corporation. The Agreement provides, among other things, for certain prior rights to purchase and certain obligations to sell the shares of stock of the Corporation in the event (1) a shareholder decides to sell shares; or (2) of the death of a shareholder.

RECORDED

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