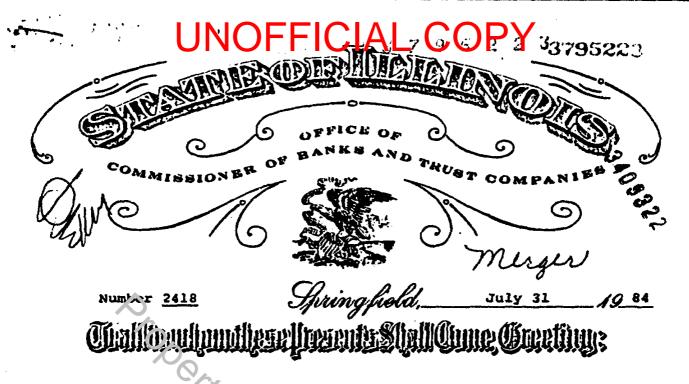
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Section 10 Township 1/ North, Range 10 East of the Third Principal Meridian, Cook County, Illinois.	Certificate No. 1328473	Document No3795223
on the Certificate 1328473 Indicated affecting the following described premises, to-wit: Lot 28 in Block One Eundred Nine (109) in Hoffman Estates VIII being a Subdivision of part of the South East Quarter (1) of Section 16, Township 41 North, Range 10, East of the Third Principal Meridian, according to Plat thereof registered in the Office of the Registrar of Titles of Cook County, Illinois, on April 3, 1959, as Document Number 1852967. Commonly known as 635:Plagstaff, Polifman Estates, IL 60194 P.I.N.: 07-16-406-028 GREATER ILLINOIS TITLE COMPANY One North LaSalle 3: Suite 1230 Chicago, Illinois 60602		. · · · · · · · · · · · · · · · · · · ·
on the Certificate 1328473 Indicated affecting the following described premises, to-wit: Lot 28 in Block One Eundred Nine (109) in Hoffman Estates VIII being a Subdivision of part of the South East Quarter (1) of Section 16, Township 41 North, Range 10, East of the Third Principal Meridian, according to Plat thereof registered in the Office of the Registrar of Titles of Cook County, Illinois, on April 3, 1959, as Document Number 1852967. Commonly known as 635:Plagstaff, Polifman Estates, IL 60194 P.I.N.: 07-16-406-028 GREATER ILLINOIS TITLE COMPANY One North LaSalle 3: Suite 1230 Chicago, Illinois 60602	You are directed to	register the Document hereto attached
Lot 28 in Block One Fundred Nine (109) in Hoffman Estates VIII being a Subdivision of part of the South East Quarter (4) of Section 16, Township 41 North, Range 10, East of the Third Principal Meridian, according to Plat thereof registered in the Office of the Registers of Titles of Cook County, Illinois, on April 3, 1959, as Document Number 1852967. Commonly known as 635 Plagstaff, Foffman Estates, IL 60194 P.I.N.: 07-16-406-028 Section Township North, Range East of the Third Principal Meridian, Cook County, Illinois. GREATER ILLINOIS TITLE COMPANY One North LaSalle 31. Suite 1230 Chicago, Illinois 60602	on the Cartificate 139847	Indicated affecting the
Subdivision of part of the South East Quarter (%) of Section 16, Township 41 North, Range 10, East of the Third Principal Meridian, according to Plat thereof registered in the Office of the Registrar of Titles of Cook County, Tilinois, on April 3, 1959, as Document Number 1852967. Commonly known as 635 Plagstaff, Poffman Estates, IL 60194 P.I.N.: 07-16-406-028 Section	following described premises, to-w	it:
Section / Township / North, Range / East of the Third Principal Meridian, Cook County, Illinois. GREATER ILLINOIS TITLE COMPANY One North LaSalle St. Suite 1230 Chicago, Illinois 60602	Subdivision of part of the South East North, Range 10, East of the Third Pr thereof registered in the Office of the	Quarter (%) of Section 16, Township 41 incipal Meridian, according to Plat he Registrar of Titles of Cook County,
Section / Township / North, Range East of the Third Principal Meridian, Cook County, Illinois. GREATER ILLINOIS TITLE COMPANY One North LaSaile St. Suite 1230 Chicago, Illinois 60602	Commonly known as 635; Flagstaff, Foffi	man Estates, IL 60194
Section / Township / North, Range East of the Third Principal Meridian, Cook County, Illinois. GREATER ILLINOIS TITLE COMPANY One North LaSaile St. Suite 1230 Chicago, Illinois 60602	P-I.N.: 07-16-406-028	County Clark
Third Principal Meridian, Cook County, Illinois. GREATER ILLINOIS TITLE COMPANY One North LaSaile St. Suite 1230 Chicago, Illinois 60602		
GREATER ILLINOIS TITLE COMPANY One North LaSaile St. Suite 1230 Chicago, Illinois 60602		
One North LaSaile St. Suite 1230 Chicago, Illinois 60602	Third Principal Meridian, Cook Count	ty, Illinois.
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CERTIFICATE OF MERGER

WHEREAS, there has been submitted to the Office of the Commissioner of Banks and Trust Companies (the "Commissioner") an executed Merger Agreement between Wheeling Trust and Savings Bank, Wheeling, Illinois, an Illinois Banking Corporation ("Wheeling") and Main Bank of Chicago, Chicago, Illinois, an Illinois Banking Corporation ("Main"), said agreement being hereinafter referred to as the "Merger Agreement", together with certified copies of the authorizing resolutions of the Board of Directors of "Wheeling" Bank and "Main" Bank, showing approval of the Merger Agreement by a majority of the entire board of each of said corporations; and

WHEREAS, the Merger Agreement provides that "Wheeling" Bank shall be merged into, and under the Charter of, "Main" Bank in accordance with and pursuant to the provisions of the Illinois Banking Act, and "Main" Bank shall be the Cortinuing Bank. The name of the Continuing Bank shall be the same, namely "Main Bank of Chicago". The office and place of business of the Continuing Bank shall be at 350 East Dundee Road, Wheeling, Illinois.

WHEREAS, it appears from the evidence furnished to the Commissioner, upon the effectiveness of the merger, 'Dain' Bank as the Resulting and Continuing Bank will have issued and outstanding 100,000 shares of Capital Stock, \$15.00 par value, all of which (except for directors' qualifying shares) will be held by the Cole-Taylor Financial Group. Capital Stock of the Resulting and Continuing Bank amounting to \$1,500,000, the Surplus of said bank amounting to \$8,000,000 and Reserve for Operating Expenses (consisting of undivided profits and reserves for contingencies) amounting to \$3,072,000 on a pro forma basis as of July 30, 1984, have been fully paid in and are in the custody of the proper officers of said bank; and

WHEREAS, the Merger Agreement further provides that the Board of Directors of the Continuing Bank, upon the merger becoming effective, shall consist of all the persons who are directors of "Main" Bank immediately before the merger becomes effective; and

WHEREAS, the Commissioner is of the opinion and finds:

(a) That the Resulting Bank meets the requirements of the Illinois Banking Act for the formation of a new bank at 350 East Dundee Road, Wheeling, Illinois, the proposed place of business of the Resulting Bank;

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- (b) That the same matters exist in respect of the Resulting Bank which would have been required under Section 10 of the Illinois Banking Act for the organization of a new bank; and
- (c) That the Merger Agreement is fair to all persons affected;

NOW, THEREFORE, I, WILLIAM C. HARRIS, Commissioner of Banks and Trust Companies of the State of Illinois, by virtue of the power vested in me by the Illinois Banking Act, do hereby approve the Merger Agreements and do declare the merger of Wheeling Trust and Savings Bank, Wheeling, Illinois, and Main Bank of Chicago, Chicago, Illinois, to be effective upon the terms and provisions of the Merger Agreement as of the day and year first above writter, and do hereby authorize Main Bank of Chicago as the Continuing and Resulting Bank in said merger to continue business as a bank, under the name of Main Bank of Chicago, under the provisions of the Illinois Banking Act, for the purpose of discount and deposit, buying and selling exchange and doing a general banking business, excepting the issuing of bills to circulate as money, and with power to losn money on personal and real estate security, and to accept and execute trusts, for a term of perpetual years, unless sooner terminated by due process of law.



IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of my office, the day and year

first above written.

Commissioner of Banks and Trust Companies

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CAROL MOSELEY BRAUN DENTIFIED

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