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AM

STATE OF ILLINOIS

OFFICE OF
COMMISSIONER OF BANKS AND TRUST COMPANIES



Chargé of Name

COPY

Springfield, MARCH 3, 19⁸⁷

To all to whom these Presents Shall Come, Greeting:

WHEREAS, A Verified Certificate of Amendment has been filed in the Office of the Commissioner of Banks and Trust Companies, showing action of the stockholders of DROVERS BANK OF CHICAGO, located at 1542 West 47th Street, Chicago, County of Cook, State of Illinois, at a Special meeting held on the 24th day of February, 1987, amending its charter, to provide "that the name of the Bank be changed from Drovers Bank of Chicago to Cole Taylor Bank/Drovers", and

WHEREAS, It appears from the evidence submitted to the Commissioner of Banks and Trust Companies that the provisions of Sections 17 and 18 of an Act of the General Assembly of the State of Illinois, known as the Illinois Banking Act, approved May 11, 1955, in force January 1, 1957, as amended have been complied with;

NOW, THEREFORE, I, WILLIAM C. HARRIS, Commissioner of Banks and Trust Companies, State of Illinois, by virtue of the power vested in me by the Act aforesaid, do hereby approve the amendment as stated above, and the amendment shall be effective upon filing for record this certificate.

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Certificate No. 1494701 Document No. 364846D

TO THE REGISTRAR OF TITLES
COOK COUNTY, ILLINOIS:

You are directed to register the Document hereto attached
on the Certificate 1494701 indicated affecting the
following described premises, to-wit:

~~LOT TWENTY TWO~~ (22) IN BLOCK FOUR (4)
In Central Park West First Addition, being a Subdivision in the East Half (1) of the Northwest Quarter (1)
of Section 23, Township 37 North, Range 13, East of the Third Principal Meridian, according to Plat
hereof registered in the Office of the Registrar of Titles of Cook County, as Document Number 1445518:

Section 23 Township 37 North, Range 13 East of the
Third Principal Meridian, Cook County, Illinois.

E.T.C.
Box # 397

CHICAGO, ILLINOIS 11-15-1991.

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85.

County of COOK

I hereby certify that at a meeting of the Board of Directors of the Drovers Bank of Chicago Bank, at the offices of the Cole-Taylor Financial Group, Inc., Northbrook, Ill., located at 1542 W. 47th St., Chicago, Illinois, held on the 22nd day of January,

A.D. 1987, at which a quorum of said directors was present, it was resolved to call a special meeting of the stockholders of said bank for the purpose of considering the question of amending the charter of this bank so as to:

BE IT RESOLVED, that the amnagement of the Bank shall submit a proposed amendment to the shareholders, at a special shareholders meeting to be called hereunder for February 24, 1987 at the offices of the Cole-Taylor Financial Group, Inc., that the Bank's charter be amended to provide that the name of the Bank be changed from "Drovers Bank of Chicago" to "Cole Taylor Bank/Drovers."

at the offices of the Cole-Taylor Financial Group, Inc., Northbrook, Ill., And I further certify that at a special meeting of the said stockholders held on the 24th day of February, A.D. 1987, at ten o'clock A. M., pursuant to the notice required by Section 18 of an act of the General Assembly of the State of Illinois, known as the "Illinois Banking Act," approved May 11, 1955, in force January 1, 1957, as amended, which said notice, properly signed, was delivered personally (or deposited in the post office) at least thirty days before the time fixed for such meeting, properly addressed to each stockholder, stating the time, place and object of such meeting, and was published once each week, for three successive weeks in the Chicago Tribune

a newspaper printed in the City of Chicago County of Cook, State of Illinois, the following resolution was adopted:

BE IT RESOLVED, that the actions of the Board of Directors of the Bank, taken at the regular meeting of the Board of Directors of January 22, 1987, be and the same is hereby ratified, and they are hereby authorized to take all action and execute such documents as they deem necessary to effectuate the name change of the Bank including, without limiting the generality of the foregoing.

BE IT FURTHER RESOLVED, that the Bank's charter be amended so that the name of the Bank be changed from "Drovers Bank of Chicago" to "Cole Taylor Bank/Drovers," and that all action necessary to effectuate the same be taken. The actual timing of the name change of the Bank is within the discretion of the Bank's management, subject to the approval of the Charter Amendment by the Illinois Commissioner of Banks and Trust Companies.

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I further certify that the capital stock of the said bank is divided into 400000 shares of \$10.00 Dollars each; that 399100 shares were represented at the said meeting, and that 399100 shares, at least two-thirds of all the votes represented by the whole stock of such institution, voted in favor of the above resolution.

Robert I. Logan
Secretary
Robert I. Logan

I, Joseph G. Migely, being duly sworn declare on oath that I am Vice President of the bank mentioned in the foregoing certificate, and that the statements made therein are true in substance and in fact.

IN WITNESS WHEREOF, I hereunto set my hand, and caused the seal of said corporation to be affixed, this 24th day of February, A.D. 1987.

(SEAL OF THE CORPORATION)

Joseph G. Migely
President or Vice President

Subscribed and sworn to before me this 24th day of February, A.D. 19 87.

(SEAL OF NOTARY PUBLIC)

Notary Public

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

William C. Harris

Commissioner of Banks and Trust Companies

Property of Cook County Clerk's Office

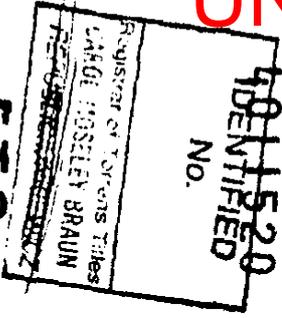
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CAROL MOSELEY BRAUN
REGISTRAR OF TITLES

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ETC.
Box # 397

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