FORM **BCA 12.20** (rev. Dec. 2003) **ARTICLES OF DISSOLUTION**

Business Corporation Act

Secretary of State Department of Business Services Springfield, IL 62756 217-782-6961 www.cyberdriveillinois.com

Remit payment in the form of a check or money order payable to Secretary of State.

			File #		Filing Fee: \$5	Approved:		
	-	Submit in dup	licate ———— Type or Pi	int clearly in black ink	x ———— Do not write a	bove this line		
1.	Co	orporate Name:						
2.		ost Office Address to which the Secretary of State may mail a copy of any process served upon it against the corpo- tion:						
3.		ssolution of the Corpo	oration was duly authoriz	ed on	onth & Day	in the manner		
	Ма	ark an "X" in one box only	<i>y</i> .					
		By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 12.05, the Corporation having issued no shares as of the authorization of the dissolution. (See Notes 1 and 2 on reverse.)						
		□ By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12. board of director action not being required. (See Note 3 on reverse.)						
		□ 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 of votes required by statute and the Articles of Incorporation were voted in favor of the dissolution. (See Note 3 on reverse.)						
		□ By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution having been duly adopted and so mitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented writing have been given notice in accordance with Section 7.10. (See Note 3 on reverse.)						
4.	a.	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 reclassification of issued shares), and give the value of the entire consideration received therefor, less expenses; list any amounts added or transferred to paid-in capital, without the issuance of shares. (See Note 4 on reverse.)						
		Date of Issuance or Contribution	Class	Par Value	Number of Shares Issued	Entire Consideration Received		
						\$		
					TOT	\$		

	Date of Cancellation	Class	Number of Shares Cancelled	Cost				
				\$				
				\$				
			TOTAL	\$				
5.	Issued shares at date of ex	ecution:						
	Class	Series	Par Value	Number of Shares				
3.	Paid-in capital at date of ex	ecution:	Doid in Comital &					
	("Paid-in Capital" replaces t	he terms "Stated Capital" and "	Paid-in Capital \$ Paid-in Surplus" and is equal to the tota	al of these accounts.)				
7.	The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK .							
	DatedMonth &	, <u> </u>						
	Month &	Day Year	Exact Name of Corporation	on				
	Any Authorize	ed Officer's Signature						
	Name and	Title (type or print)						
	dissolution is authorized l	ov the incorporators or by the	e board of directors, a majority of the	m must sian below				
	d type or print name and t			in must sign below				
	nd type or print name and t	itle.	ne facts stated herein are true and corre	_				
	The undersigned affirms, un	itle. nder penalties of perjury, that th	ne facts stated herein are true and corre	ect.				
	nd type or print name and t The undersigned affirms, un	itle. nder penalties of perjury, that th		ect.				
	The undersigned affirms, un	itle. nder penalties of perjury, that th	ne facts stated herein are true and corre	ect.				

- 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 many be designated by the board must appear on these Articles of Dissolution.
- 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 meetina.
 - To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding shares entitled to vote on dissolution and, if class voting applies, then also at least two-thirds of the votes within each class.
 - If the Articles of Incorporation so provide, the two-thirds 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 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.
- 4. In the event of an increase in paid-in capital, all applicable franchise taxes, penalties and interest must be paid before this document can be accepted for filing.