FORM **NFP 111.37** (rev. Dec. 2003)

ARTICLES OF MERGER

Between domestic or foreign business corporations and a domestic not for profit corporation. General Not For Profit Corporation Act

Jesse White, Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-6961 www.cyberdriveillinois.com

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

		File #			Filing Fee: \$25.00 Approved:		
	Submit in duplicate	Type or Print clearly	in black ink	———Do not write a	bove this line-		
1.	Names of the corporations proposing to merge		State or Country of Incorporation		Corporation File No.		
	Name of Corporation						
	The laws of the state or country un	der which each corpo	ration is incorpo	rated permit suc	h merger .		
	The name of the surviving corporate	ion is				,	
	and it shall be governed by the law	s of					
l.	The plan of the merger is as follow	s:					

(If space is insufficient, attach additional pages size 8 1/2 x 11.)

(Items in Article 5 are applicable to General Not For Profit Corporations.)

5. The plan of merger was approved, (a) as to each corporation not incorporated in Illinois, in compliance with the laws of the state under which it is incorporated, and (b) as to each Illinois corporation, as follows:

(Please indicate the manner by which the plan was approved by inserting the comparable letter in the box following each corporate name.)

- A. By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors. (§ 111.15)
- B. By written consent, signed by all the directors in office, in compliance with Section 108.45 of this Act. (§108.45 & § 111.15)
- C. At a meeting of members by the affirmative vote of members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws. (§111.20)
- D. By written consent, signed by members having not less than the minimum number of votes necessary to adopt the plan, as provided by this Act, the articles of incorporation or the bylaws, in compliance with Section 107.10 of this Act. (§ 107.10 & § 111.20)

NAME OF ILLINOIS CORPORATION	MANNER

(Article 6 is applicable only to domestic corporations, for profit.)

6.	Plar	("X" only one box for each corporation.) Plan of merger was approved, (a) as to each corporation not incorporated in Illinois, incomplicance with the laws of the state under which it is incoporated and (b) as to each Illinois corporation as follows:				
			By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken. (§ 11.20 of the BCA)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10. (§ 11.20 of the BCA)	By written consent of ALL the share-holders entitled to vote on the action, in accordance with § 7.10 & § 11.20 of the BCA.	
Nan	ne of	Corporation				
7.	(Coi	The number of outstanding share shares of each class owned imme	s of each class of each merging	g subsidiary corporation and		
Name of Corporation		lame of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation		
	b.	The date of mailing a copy of the pl subsidiary corporation was Was written consent for the merge of all subsidiary corporations received.	(Month & Day), (Ye			
		(If the answer is "No," the duplicat	te copies of the Articles of Merg	er may not be delivered to th	ne Secretary of State	

until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to

the shareholders of each merging subsidiary corporation.)

Dated			
	(Month & Day)	(Year)	(Exact Name of Corporation)
	(Any Authorized Office	r's Signature)	
	(Type or Print Name	e and Title)	
Dated			
	(Month & Day)	(Year)	(Exact Name of Corporation)
	(Any Authorized Officer's Signature)		
	(Type or Print Name	e and Title)	
Dated			
	(Month & Day)	(Year)	(Exact Name of Corporation)
	(Any Authorized Officer's Signature)		
	(Type or Print Name and Title)		

The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom

affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)