

UNITED STATES OF AMERICA



Michigan Department of Commerce

Lansing, Michigan

To All To Whom These Presents Shall Come:

*I, William F. McLaughlin, Director, Michigan Department of Commerce,
Do Hereby Certify That Articles of Incorporation of _____*

MILLIANIGAN, INC.

*were duly filed in this office on the _____ 23rd _____ day of _____ August _____, 19 79,
in conformity with Act 284, Public Acts of 1972, as amended.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this _____ 23rd _____ day
of _____ August _____, 19 _____ 79 _____.*

*William F. McLaughlin
Director*

(Please do not write in spaces below — for Department use)

219 324

MICHIGAN DEPARTMENT OF COMMERCE—CORPORATION AND SECURITIES BUREAU

DATE RECEIVED:	<p>FILED</p> <p>Michigan Department of Commerce</p> <p>AUG 23 1979</p> <p><i>William W. Laughlin</i></p> <p>DIRECTOR</p>	EFFECTIVE DATE
UG 13 1979		If different than date of filing:

ARTICLES OF INCORPORATION

(Domestic Profit Corporation)

These Articles of Incorporation are signed by the incorporator(s) for the purpose of forming a profit corporation pursuant to the provisions of Act 284, Public Acts of 1972, as amended, as follows:

ARTICLE I (See Part 1 of instructions on Page 4.)

The name of the corporation is Millianigan, Inc.

ARTICLE II (See Part 2 of instructions on Page 4.)
(If space below is insufficient, continue on Page 3.)

The purpose or purposes for which the corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act of Michigan.

ARTICLE III

The total authorized capital stock is:

1.	Common Shares <u>fifteen (15)</u>	Par Value Per Share \$ <u>100.00</u>
	Preferred Shares _____	Par Value Per Share \$ _____

and/or shares without par value as follows (See Part 3 of instructions on Page 4.)

2.	Common Shares _____	Stated Value Per Share \$ _____
	Preferred Shares _____	Stated Value Per Share \$ _____

3. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:
(If space below is insufficient, continue on Page 3.)

Any action required or permitted by this act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote thereon were present and voted.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

(Use this space for continuation of previous Articles and/or for additional Articles.)

Please indicate which article you are responding to and/or insert any desired additional provisions authorized by the act by adding additional articles here.

I (We), the incorporator(s) sign my (our) name(s) this 6th day of August 19 79.

William J. Francis

(INSTRUCTIONS ON PAGE 4)

1. The address of the initial registered office is: (See Part 4 of instructions on Page 4.)

223 North Fourth Street

Niles

Michigan 49120

NO. AND STREET

CITY

ZIP

Mailing address of the initial registered office if different than above (See Part 4 of instructions on Page 4.)

P.O. Box 410

Niles

Michigan 49120

P. O. BOX

CITY

ZIP

3. The name of the initial resident agent at the registered office is:

C. F. Schofield

ARTICLE V (See Part 5 of instructions on Page 4.)

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name

Residence or Business Address

William Francis

16925 Kimbark Ave. South Holland, IL 60473

ARTICLE VI OPTIONAL (Delete Article VI if not applicable.)

~~When this corporation is organized, the incorporator(s) shall be deemed to have authorized the board of directors to exercise all powers and perform all duties which by law or the terms of the certificate of incorporation or the bylaws of this corporation are vested in or conferred upon the board of directors, and to take any and all such action as may be necessary or proper to carry out the purposes of this corporation, and to execute all such contracts and documents as may be necessary or proper to carry out the purposes of this corporation, and to do all such other acts and things as may be necessary or proper to carry out the purposes of this corporation, and to do all such other acts and things as may be necessary or proper to carry out the purposes of this corporation, and to do all such other acts and things as may be necessary or proper to carry out the purposes of this corporation.~~

Any action required or permitted by this act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote thereon were present and voted.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

(Use this space for continuation of previous Articles and/or for additional Articles.)

Please indicate which article you are responding to and/or insert any desired additional provisions authorized by the act by adding additional articles here.

I (We), the incorporator(s) sign my (our) name(s) this 6th day of August 19 79.

William J. Francis

(INSTRUCTIONS ON PAGE 4)

INFORMATION AND INSTRUCTIONS

Articles of Incorporation — Profit Domestic Corporations

1. Article I—The corporate name of a domestic profit corporation is required to contain one of the following words or abbreviations: "Corporation", "Company", "Incorporated", "Limited", "Corp.", "Co.", "Inc." or "Ltd."
2. Article II may state, in general terms, the character of the particular business to be carried on. Under section 202(b) of the law, it is a sufficient compliance to state substantially, alone or with specifically enumerated purposes, that the corporation may engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act. The law requires, however, that educational corporations must state their specific purposes.
3. Article III (2)—The law requires the incorporators of a domestic corporation having shares without par value to submit in writing the amount of consideration proposed to be received for each share which shall be allocated to stated capital. Such stated value may be indicated either in Article III (2) or in a written statement accompanying the Articles of Incorporation.
4. Article IV—A post office box is not permitted to be designated as the address of the registered office in part 1 of Article IV. The mailing address in part 2 of Article IV may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
5. Article V—The law requires one or more incorporators. The addresses should include a street number and name (or other designation), in addition to the name of the city and state.
6. The duration of the corporation should be stated in the Articles only if the duration is not perpetual.
7. The Articles must be signed in ink by each incorporator. The names of the incorporators as set out in Article V should correspond with the signatures.
8. One original copy of the Articles is required. A true copy will be returned by the Corporation and Securities Bureau to the person submitting the Articles for filing.
9. An effective date, not later than 90 days after the date of filing, may be stated on page 3 of the Articles of Incorporation.
10. FEES: Filing Fee \$10.00
 Franchise Fee—½ mill (.0005) on each dollar of authorized capital stock, with a minimum franchise fee of \$25.00
 (Make fee payable to State of Michigan) Total minimum fees..... \$35.00

11. Mail Articles of Incorporation and fees to:

Michigan Department of Commerce
 Corporation and Securities Bureau
 Corporation Division
 P. O. Box 30054
 Lansing, Michigan 48909

