

P 20234

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

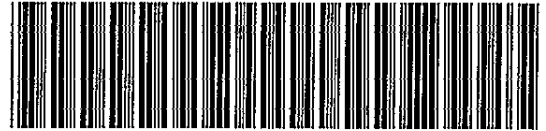
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Mary Helms gave authorization
to add, INC. 9/9

Office Use Only



000022355540

08/18/03--01048--024 **43.7

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 SEP - 2 PM 2:30

FILED

NC
Oct
9-9



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 27, 2003

MARY HELMS
PEARL & ASSOCIATES, LTD.
1200 E. GLEN AVE.
PEORIA HEIGHTS, IL 61616-5348

John P. Pearl + Associates

SUBJECT: *20234*
Ref. Number

We have received your document for PEARL & ASSOCIATES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

DELETED letter #
NOTE UNDERWRITING COPY
Letter Number ~~203A00048280~~

*I tried phoning you this number is disconnected
850-245-6880.
Hope this is correct.*

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: JOHN P. PEARL & ASSOCIATES, LTD.
(Name of corporation)

DOCUMENT NUMBER: P20234

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARY HELMS
(Name of person)

PEARL & ASSOCIATES, LTD.
(Name of firm/company)

1200 E. GLEN AVE.
(Address)

PEORIA HEIGHTS, IL 61616-5348
(City/state and zip code)

For further information concerning this matter, please call:

MARY HELMS at (800) 447-4982 EXT. 261
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

\$35.00 Filing Fee

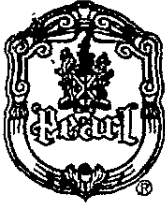
\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



Pearl & Associates, Ltd.

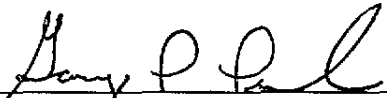
INSURANCE

1200 EAST GLEN AVENUE • PEORIA HEIGHTS, IL 61616-5348 • (309) 688-9000
FAX (309) 688-5444 • <http://www.pearlins.com>

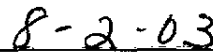
CORPORATE RESOLUTION

At a meeting of the Board of Directors of Pearl & Associates, Ltd. held on September 2, 2003.

The Board has authorized Pearl & Associates, Ltd. the authority to utilize the name of Pearl Insurance Services, Ltd. in the state of Florida as our corporate name was not available for our use.



(President)



(Date)

FILED
03 SEP - 2 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Form **BCA-10.30**

ARTICLES OF AMENDMENT

(Rev. Jan. 1999)

File # 42714201

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

SUBMIT IN DUPLICATE

FILED

**This space for use by
Secretary of State**

MAY 9 - 2003

Date 5.9.03

Franchise Tax \$

Filing Fee* \$25.00

Penalty \$

Approved: [Signature]

Remit payment in check or money order, payable to "Secretary of State."

The filing fee for restated articles of amendment - \$100.00

<http://www.sos.state.il.us>



CP0075067

1. CORPORATE NAME: JOHN P. PEARL & ASSOCIATES, LTD.

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on 3-14-03 (Month & Day)

 (Year) in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected;

PAID
JUN 09 2003
(Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation has issued no shares as of the time of adoption of this amendment;

DEPARTMENT OF BUSINESS SERVICES
(Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors 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 by the articles of incorporation were voted in favor of the amendment;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted 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 in writing have been given notice in accordance with Section 7.10;

(Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article 1: The name of the corporation is:

PEARL & ASSOCIATES, LTD.

(NEW NAME)

Text of Amendment

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: *(If not applicable, insert "No change")*

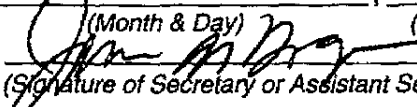
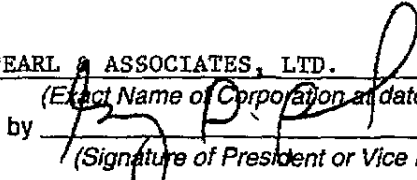
5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: *(If not applicable, insert "No change")*

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: *(If not applicable, insert "No change")*

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in BLACK INK.)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated MARCH 14 2003, JOHN P. PEARL & ASSOCIATES, LTD.
(Month & Day) (Year) (Exact Name of Corporation at date of execution)
 attested by  by 
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
JAMES M. HAGEMANN SECRETARY GARY P. PEARL PRESIDENT
(Type or Print Name and Title) (Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____, _____
(Month & Day) (Year)

NOTES and INSTRUCTIONS

NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.

NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

NOTE 3: Directors may adopt amendments without shareholder approval in only seven instances, as follows:

- (a) to remove the names and addresses of directors named in the articles of incorporation;
- (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
- (c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
- (d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
- (e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
- (f) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
- (g) to restate the articles of incorporation as currently amended. (§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying 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. (§ 10.20)

NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)

Certificate Number 72498

1/25



To all to whom these Presents Shall Come, Greeting:

Whereas, *Articles of Incorporation* duly signed and verified of
JOHN P. FEARL & ASSOCIATES, LTD.

have been filed in the Office of the Secretary of State, on the 12th
day of January A. D. 1963, as provided by "THE BUSINESS
CORPORATION ACT" of Illinois, in force July 13, A. D. 1933.

Now Therefore, I, **CHARLES F. CARPENTIER**, Secretary of State of the State of Illinois,
by virtue of the powers vested in me by law, do hereby issue this certificate of
incorporation, and attach thereto a copy of the Articles of Incorporation
of the aforesaid corporation.

In Testimony Whereof, Thereto set my hand, and cause to
be affixed the Great Seal of the State of Illinois,
Done at the City of Springfield, this 12th
day of January A. D. 1963 and
of the Independence of the United States
the one hundred and 87th

(SEAL)

Charles F. Carpentier

SECRETARY OF STATE.



1/13/62

BEFORE ATTEMPTING TO EXECUTE THESE BLANKS BE SURE TO READ CAREFULLY THE INSTRUCTIONS ON THE BACK THEREOF.

(THESE ARTICLES MUST BE FILED IN DUPLICATE)

STATE OF ILLINOIS,
PEORIA COUNTY } ss.

(Do not write in this space)
Date Paid 1-13-62
Initial License Fee \$ 5-
Franchise Tax \$ 15-
Filing Fee \$ 20-
Clerk 7

To CHARLES F. CARPENTIER, Secretary of State:

We, the undersigned,

38 20

Name	Number	Street	City	State
John P. Pearl	126 E. Southgate		Peoria,	Illinois
J. Wesley Pearl	4619 N. Knoxville		Peoria,	Illinois
Colleen C. Pearl	126 E. Southgate		Peoria,	Illinois

being natural persons of the age of twenty-one years or more and subscribers to the shares of the corporation to be organized pursuant hereto, for the purpose of forming a corporation under "The Business Corporation Act" of the State of Illinois, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is: John P. Pearl & Associates, Ltd.

ARTICLE TWO

The address of its initial registered office in the State of Illinois is: 1025 Jefferson Building
Street, in the City of Peoria () County of Peoria and
the name of its initial Registered Agent at said address is: John P. Pearl

ARTICLE THREE

The duration of the corporation is: Perpetual

PAID
JAN 14 1962
Clerk

3/25

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

Solicitation and sale of Insurance Contracts. Such insurance agency business to include all general lines of Life, Casualty, Fire, Sickness, Accident and others.

Corporation will also engage in such activities as are incidental and related to the operation and conduct of a general insurance agency.

11/25/88

ARTICLE FIVE

PARAGRAPH 1: The aggregate number of shares which the corporation is authorized to issue is 5,000, divided into ONE classes. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Class	Series (If any)	Number of Shares	Par value per share or statement that shares are without par value
Common	—	5,000	No par value

PARAGRAPH 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

ARTICLE SIX

The class and number of shares which the corporation proposes to issue without further report to the Secretary of State, and the consideration (expressed in dollars) to be received by the corporation therefor, are:

Class of shares	Number of shares	Total consideration to be received therefor:
Common	5,000	\$ 10,000 \$ \$ \$ \$

ARTICLE SEVEN

The corporation will not commence business until at least one thousand dollars has been received as consideration for the issuance of shares.

ARTICLE EIGHT

The number of directors to be elected at the first meeting of the shareholders is: Three

ARTICLE NINE

PARAGRAPH 1: It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be \$10,000

PARAGRAPH 2: It is estimated that the value of the property to be located within the State of Illinois during the following year will be \$10,000

PARAGRAPH 3: It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be \$100,000

PARAGRAPH 4: It is estimated that the gross amount of business which will be transacted at or from places of business in the State of Illinois during the following year will be \$100,000

Handwritten signatures of Colleen C. Pearl and J. Wesley Pearl on a set of lines.

Incorporators

OATH AND ACKNOWLEDGMENT

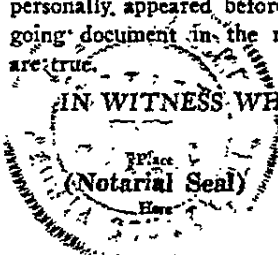
STATE OF ILLINOIS

PEORIA County ss.

I, E. B. Kowalske, a Notary Public, do hereby certify that on the 28th day of December, 1962, John P. Pearl, Colleen C. Pearl and J. Wesley Pearl

personally appeared before me and being first duly sworn by me severally acknowledged that they signed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



Handwritten signature of E. B. Kowalske and the text 'Notary Public'.

FORM B

ARTICLES OF INCORPORATION

JOHN P. PEARL & ASSOCIATES, LTD.

The following fees are required to be paid at the time of issuing certificate of incorporation: Filing fee, \$20.00; Initial license fee of 50c per \$1,000.00 or 1/20 of 1% of the amount of stated capital and paid in surplus plus the corporation proposes to issue without further report (Article Six); Franchise tax of 1/20 of 1% of the issued, as above noted. However, the minimum annual franchise tax is \$10.00 and varies monthly on \$20,000 or less, as follows: January, \$15; February, \$14.17; March, \$13.34; April, \$12.50; May, \$11.67; June, \$10.84; July, \$10.00; Aug., \$9.17; Sept., \$8.34; Oct., \$7.50; Nov., \$6.67; Dec., \$5.84; (See Sec. 133, B.G.A.).

In excess of \$20,000.00 the franchise tax per \$1,000.00 is as follows: Jan., \$0.75; Feb., .7084; March, .6667; April, .625; May, .5834; June, .5417; July, .50; Aug., .4584; Sept., .4167; Oct., .375; Nov., .3334; Dec., .2917.

All shares issued in excess of the amount mentioned in Article Six of this application must be reported within 60 days from date of issuance thereof, and franchise tax and license fee paid thereon; otherwise, the corporation is subject to a penalty of 1% for each month on the amount until reported and subject to a fine not to exceed \$500.00.

The same fees are required for a subsequent issue of shares except the filing fee is \$1.00 instead of \$20.00.

FILED

JAN 12 1963

Handwritten signature of Charles S. Conyars and the text 'Secretary of State'.

(72124-20M-1-58)

5/28

YEAR OF 2002
File Prior to: 01-01-02

STATE OF ILLINOIS
DOMESTIC CORPORATION ANNUAL REPORT
PLEASE TYPE OR PRINT CLEARLY IN BLACK INK

CORPORATION
FILE NO. D 4271-480-1

- 1.) NOTE: A Change in the registered agent and/or registered office may only be effected by filing form BCA-5.10/5.20. If there have been any changes in items 6 or 7a; the enclosed BCA-14.30 must be completed and submitted in the same envelope.
- 2.) CORPORATE NAME, REGISTERED AGENT, REGISTERED OFFICE, CITY, IL, ZIP CODE

JOHN P. PEARL & ASSOCIATES, LTD.
1200 EAST GLEN AVE.
PEORIA HEIGHTS, IL 61616-5348

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John P. Pearl

FILED
JUN 05 2002

JESSE WHITE
SECRETARY OF STATE

COUNTY PEORIA
3.) Date incorporated 1-12-63



- 4.) The names and residential addresses of ALL officers & directors MUST be listed here!

OFFICE	NAME	NUMBER & STREET	CITY	STATE	ZIP
President	GARY P. PEARL	7338 N. MANNING DR.	PEORIA	IL	61614
Secretary	JAMES M. HAGEMAN	1200 E. GLEN AVE.	PEORIA HEIGHTS	IL	61616
Treasurer	EUGENE F. RETZER	2528 HIDDEN LAKE CT.	PEORIA	IL	61614
Director	JOHN P. PEARL	1220 E. GLEN AVE.	PEORIA	IL	61616
Director	EUGENE F. RETZER				
Director					

- 5.) If 51% or more of the stock is owned by a minority or female, please check appropriate box. Minority Owned Female Owned
- 6.) Number of shares authorized and issued (as of): _____

CLASS	SERIES	PAR VALUE	NUMBER AUTHORIZED	NUMBER ISSUED
Common		NPV	5,000	5,000

IMPORTANT! Whenever the amount in item 6 or 7a differs from the Secretary of State's records, the enclosed BCA 14.30 must be completed.

7a.) The amount of paid-in capital as of _____ is: \$ 10,000

7b.) The Paid-in Capital on record with the Secretary of State is: \$ 10,000

8.) By [Signature] Secretary 3-1-02
(Any Authorized Officer's Signature) (Title) (Date)

(Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts.)

Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete.

RETURN TO:
Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-7808
http://www.sos.state.il.us

ITEM 8 MUST BE SIGNED!

(PLEASE COMPLETE THE REVERSE SIDE OF THIS REPORT)

PRESIDENT GARY P. PEARL
SECRETARY JAMES M. HAGEMANN

IF THE ABOVE OFFICERS' NAMES AND ADDRESSES ARE MISSING OR HAVE CHANGED, ENTER ONLY THE ADDITIONS OR CORRECTIONS BELOW.

D 4271-480-1
File No.

PRESIDENT	NAME	STREET ADDRESS	CITY	STATE	ZIP CODE
SECRETARY	NAME	STREET ADDRESS	CITY	STATE	ZIP CODE

ENTER FEDERAL EMPLOYER IDENTIFICATION NUMBER IF NOT PRINTED-
37-0817309