

P08000025465

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

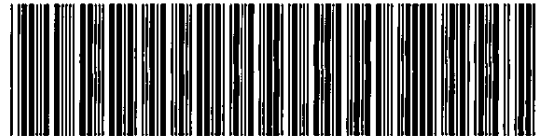
(Business Entity Name)

(Document Number)

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06/02/08--01019--017 **35.00

*Amend
Tlewis
6-4-08*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 JUN -2 PM 1:39

FILED

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HEADLINER ACQUISITION CORPORATION

DOCUMENT NUMBER: P08000025465

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SUZANNE M. HOFFMAN

(Name of Contact Person)

KATTEN MUCHIN ROSENMAN LLP

(Firm/ Company)

525 WEST MONROE STREET, SUITE 1900

(Address)

CHICAGO, IL 60661-3693

(City/ State and Zip Code)

For further information concerning this matter, please call:

SUZANNE M. HOFFMAN

(Name of Contact Person)

at (312) 577-8306

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Thelma,

Attached is the merger and amendment (file 1st, file 2nd) we spoke about over the phone. Please make note of the rejection letter as it is very important the customer gets the original date (June 2, 2008) for this filing. Also, attached is a cert. copy request for this filing. If you have any questions, please contact me at CT Corporation (850) 222-1092.

Thank you Very much for your help with this!!

Joel A. Rodriguez



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 2, 2008

C T CORPORATION

TALLAHASSEE, FL

SUBJECT: HEADLINER ACQUISITION CORPORATION
Ref. Number: P08000025465

We have received your document for HEADLINER ACQUISITION CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You will need to file articles of amendment to make the changes to your officers/directors.

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) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 908A00034281

RE-SUBMIT
Please retain original filing
date of submission 6/2

June 4, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 7254868 SO
Customer Reference 1: 214965/40.
Customer Reference 2:

Dear Department of State, Florida:

In response to your request regarding the above referenced order, your filing(s) has been completed as indicated below:

Headliner Acquisition (FL)
Merger (Survivor)
Florida
Filing Date:

Headliner Acquisition (FL)
Misc - Foreign Corporate Filing - ~~Affidavit~~ *Amendment*
Florida
Filing Date:

Headliner Acquisition (FL)
Cert Copy of Articles of Inc & All Amend/Mrgt
Florida
Filing Date:

Articles of Amendment
to
Articles of Incorporation
of

FILED

2008 JUN -2 PM 1:39

HEADLINER ACQUISITION CORPORATION

(Name of corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P08000025465

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article IX is hereby added to read in its entirety as a set forth on Exhibit A attached hereto.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

**EXHIBIT A TO ARTICLES OF AMENDMENT
OF
HEADLINER ACQUISITION CORPORATION**

ARTICLE IX: Directors and Officers

Title:

Name and Address:

Director and President

Russell M. Flaum
3600 West Lake Avenue
Glenview, Illinois 60026

Director, Vice President and Treasurer

Felix L. Rodriguez, Jr.
3600 West Lake Avenue
Glenview, Illinois 60026

Director, Vice President and Secretary

James H. Wooten, Jr.
3600 West Lake Avenue
Glenview, Illinois 60026

Vice President

Mark W. Croll
3600 West Lake Avenue
Glenview, Illinois 60026

Vice President

Allan C. Sutherland
3600 West Lake Avenue
Glenview, Illinois 60026

Vice President

Michael W. Potempa
3600 West Lake Avenue
Glenview, Illinois 60026

Assistant Treasurer

Ronald D. Kropp
3600 West Lake Avenue
Glenview, Illinois 60026

Assistant Secretary

Richard E. Morgan
3600 West Lake Avenue
Glenview, Illinois 60026

Assistant Secretary

Marsha A. Tolchin
3600 West Lake Avenue
Glenview, Illinois 60026

Assistant Secretary

Jacqueline A. White
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

Assistant Secretary

Philip S. Dallosto
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

Assistant Secretary

Barbara G. Siegan
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

Assistant Secretary

Maria C. Green
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

Assistant Secretary

MaryAnn Spiegel
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

Assistant Secretary

John M. Tuhey
3600 West Lake Avenue
Glenview, Illinois 60026
312/463-1100

312/463-1100
312/463-1100

The date of each amendment(s) adoption: March 9, 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature _____



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carmen A. Gaspero

(Typed or printed name of person signing)

Incorporator

(Title of person signing)

FILING FEE: \$35