

P97000008789



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 240414 4351256

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pappas*

ORDER DATE : January 29, 1997

ORDER TIME : 9:05 AM

ORDER NO. : 240414-005

CUSTOMER NO: 4351256

800002072400--0

CUSTOMER: Vasili D. Russis, Esq  
LEVUN GOODMAN & COHEN

Suite 650  
500 Skokie Boulevard  
Northbrook, IL 60062

DOMESTIC FILING

NAME: THE HENNESSY GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED  
97 JAN 29 PM 1:57  
TALLAHASSEE, FLORIDA  
RECEIVED  
97 JAN 29 AM 10:52  
DIVISION OF CORPORATION

*KL*  
1-29-97

ARTICLES OF INCORPORATION  
OF  
THE HENNESSY GROUP, INC.

97 JAN 29 PM 1:57  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

The Hennessy Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

597 Pelican Way  
Del Ray Beach, Florida 33483

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares common stock

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

John Hennessy  
597 Pelican Way  
Del Ray Beach, Florida 33483

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Charles R. Levun  
500 Skokie Blvd., #650  
Northbrook, Illinois 60062

The undersigned incorporator(s) has(have) executed these Articles of Incorporation  
this 22nd day of January, 1997.

Charles R. Levun

Charles R. Levun, Incorporator

Articles of Incorporation  
Filing Fee - \$35

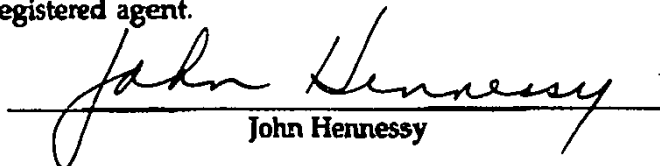
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Hennessy Group, Inc.
2. The name and address of the registered agent and office is:

John Hennessy  
597 Pelican Way  
Del Ray Beach, Florida 33483

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

  
John Hennessy

SECRET  
TALLAHASSEE, FLORIDA

97 JAN 29 PM 1:57

FILED