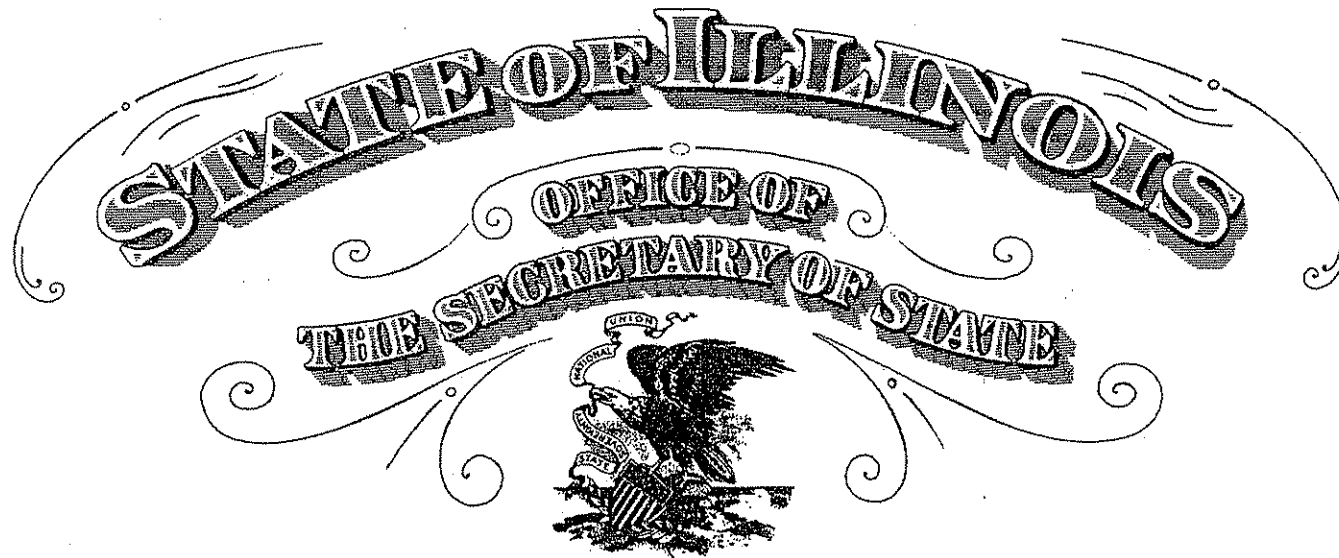


File Number

6368-030-3



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

ATTACHED HERETO IS A TRUE AND CORRECT COPY, CONSISTING OF 3 PAGE(S), AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR GREAT VEST SIDE CLUB OF CHICAGO.



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 16TH day of SEPTEMBER A D 2008

FORM NFP 110.30 (rev. Dec. 2003)
ARTICLES OF AMENDMENT
General Not For Profit Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832
http://www.cyberdriveillinois.com

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

FILED
SEP 13 2004
JESSE WHITE
SECRETARY OF STATE

P A T D
SEP 15 2004
DEPARTMENT OF
BUSINESS SERVICES

File #

63680303

Filing Fee: \$25.00

Approved: 

Submit in duplicate

Type or Print clearly in black ink

Do not write above this line



CP0016781

1. Corporate name (Note 1): Great Vest Side Club of Chicago
2. Manner of adoption of amendment:
The following amendment of Articles of Incorporation was adopted on August 20, 2004 in the manner indicated below (Check one only):
(Month, Day & Year)
 By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2)
 By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 (Note 3)
 By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)
 By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20. (Note 5)
3. Text of amendment
(a.) When an amendment effects a name change, insert the new corporate name below. Use 3 (b) below for all other amendments. *Article 1: The name of the corporation is:

(New Name)

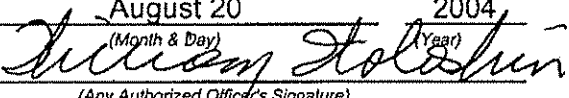
(b) All amendments other than name change.

(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 add the full text of the amendment, add one or more sheets of this size.

(COMPLETE ITEM 4 OR, IF APPLICABLE, ITEM 5.) ALL SIGNATURES MUST BE IN BLACK INK.

SEE ATTACHED

4. The undersigned corporation has caused these articles to be signed by duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated August 20 2004 Great Vest Side Club of Chicago
(Month & Day) (Year) (Exact Name of Corporation)

(Any Authorized Officer's Signature)
William Woloshin - Secretary
(Print Name and Title)

5. If there are no duly authorized officers, then the persons designated under Section 101.10(b)(2) must sign below and print name and title. The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____ (Month, Day & Year)

Signature

Print Name and Title

_____	_____
_____	_____
_____	_____

NOTES

- Note 1:** State the true and exact corporate name as it appears on the records of the Secretary of State, BEFORE any amendment herein reported.
- Note 2:** Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15
- Note 3:** Director approval may be (1) by vote at a director's meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.
- Note 4:** All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.
Member approval may be (1) by vote at a members 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 members 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 votes of such members entitled to vote and not less than a majority within each when class voting applies. (*Sec. 110.20*)
- Note 5:** When member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (*Sec. 107.10 & 110.20*)

3(b) All amendments other than name change.

ARTICLE 3: The first Board of Directors shall be 15 in number, their names and addresses being as follows:

- | | |
|---|---|
| 1. Larry Schaffel
9426 North Keystone
Skokie, Illinois 60076 | 9. Bud Solk
630 Ballantrae
Northbrook, Illinois 60062 |
| 2. Norm Levin
1511 Milwaukee Avenue
Chicago, Illinois 60622 | 10. Jerry Lipman
2379 Masters Lane
Riverwoods, Illinois 60015 |
| 3. William Woloshin
161 North Clark Street, #2600
Chicago, Illinois 60601 | 11. Mike Scharff
638 Picardy Circle
Northbrook, Illinois 60062 |
| 4. Alan Berman
308 Rivershire Court
Lincolnshire, Illinois 60069 | 12. Art Farber
950 Augusta Way, Apartment 313
Highland Park, Illinois 60035 |
| 5. Vic Elias
571 Eagle Court
Riverwoods, Illinois 60015 | 13. Herb Kanter
1817 Eastwood Avenue
Highland Park, Illinois 60035 |
| 6. Irv Bemoras
416 Satinwood Terrace
Buffalo Grove, Illinois 60089 | 14. Jordan Leff
1440 North Lake Shore Drive
Chicago, Illinois 60610 |
| 7. Jack Esses
7822 Park Avenue
Niles, Illinois 60714 | 15. Gerald Bender
2801 Richard Daley Center
Chicago, Illinois 60602 |
| 8. Stew Granick
2750 Sunset Trail
Riverwoods, Illinois 60015 | |

ARTICLE 4. The purposes for which the corporation is organized are:

Organized and operated exclusively for social and charitable purposes.