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JUL 3 1969  
William H. Salin  
SECRETARY OF STATE INDIANA

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Van Horne & Vieter, Attys.  
328 Main St., East Chicago, Ind. 46312

Corporate Form No. 1 (Mar. 1950)—Page One  
ARTICLES OF INCORPORATION

Prescribed by the Secretary of State of Indiana  
Use White Paper—Size 8x10 1/2 Inches

Filing Requirements—Present 3 Executed Copies to  
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Recording Requirements—Record 1 of such 3 Executed  
Copies, as Approved and Returned by Secretary of State, with Recorder of County where Principal Office is Located.

STATE OF INDIANA  
LAKE COUNTY  
FILED FOR RECORD

AUG 9 9 17 AM '69

ANDREW J. MICHENKO  
RECORDER

ARTICLES OF INCORPORATION



MATTHEAN INVESTMENT CORPORATION

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of The Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is MATTHEAN INVESTMENT CORPORATION

ARTICLE II

Purposes

The purposes for which the Corporation is formed are:  
In addition to and not in limitation of the powers conferred by law

- (a) To continue as a corporation under its corporate name perpetually unless sooner dissolved in manner provided by law;
- (b) To sue and be sued, to complain and defend, in its corporate name and right, in any court of competent jurisdiction;
- (c) To adopt, alter and use a corporate seal, but the use of such seal shall be necessary only when required by law;
- (d) To acquire, own, hold, use, lease, mortgage, pledge, encumber, sell or otherwise convey or dispose of property, real, personal or mixed, tangible or intangible, legal or equitable, wheresoever situated, or any interest, estate or



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lien in or upon any such property;

(e) To borrow money, and to evidence and secure any debt in any manner permitted by law to individuals and not prohibited by law to corporations;

(f) To conduct its business in this state and elsewhere and for that purpose to establish and maintain such offices and agencies as may be designated by the Board of Directors;

(g) To select, employ, and fix the compensation of such officers, employees, attorneys and agents as shall be deemed necessary and proper for the transaction of the business of the corporation;

(h) To acquire, guarantee, hold, own and vote and to sell, assign, transfer, mortgage, pledge or otherwise dispose of the capital stock, bonds, securities or evidences of indebtedness of any other corporation, individual or combination of individuals, domestic or foreign, and to have similar powers in regard to its own capital stock if and when the exercise of such power will not impair the capital of this corporation. Provided: that it shall under no circumstances vote any such stock in itself;

(i) To acquire, operate and maintain a business for the purchase and sale of merchandise of every description at wholesale or retail;

(j) To invest its capital, surplus, assets, profits, or income in any and all manner of real property, personal property, stocks, bonds and securities of every description;

(k) To by its Board of Directors, make, alter, amend or repeal by-laws for the government of its affairs;

(l) To do all acts and things necessary, convenient or expedient to carry out the purposes for which it is formed and which may now be done by a natural person or corporation and which are not prohibited by law, but if any act, now prohibited, shall hereafter be allowed to any corporation it may be done by this corporation if necessary, convenient or expedient to its purposes as hereinbefore or hereinafter expressed; but this corporation shall not be deemed to possess any power prohibited to it by law unless and until such prohibition shall be removed;

(m) The foregoing clauses shall be construed as powers as well as purposes, and the matters expressed in each clause shall, unless otherwise expressly provided, be in no wise limited, by reference to or inference from the terms of any other clause, but shall be regarded as independent powers and purposes and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. The corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by an act of the General Assembly of the State of Indiana entitled "The Indiana General Corporation Act", approved March 16, 1929, and all acts supplemental and amendatory thereto, to corporations organized thereunder, or granted or permitted by the statute or common law of the State of

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Indiana or the constitution thereof; and the enumeration of any powers herein is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by the said act or the said laws or constitution.



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ARTICLE III

Term of Existence

The period during which the Corporation shall continue is perpetually

ARTICLE IV

Principal Office and Resident Agent

The post-office address of the principal office of the Corporation is 8140 Monroe Street, Dunster, Indiana; and the name and post-office address of its Resident Agent in charge of such office is JAMES A. VIATER, 3628 Main Street, East Chicago, Indiana

ARTICLE V

Amount of Capital Stock

The total number of shares into which the authorized capital stock of the Corporation is divided is One Thousand (1,000) shares consisting of no shares with the par value of \$ -- per share, and One Thousand (1,000) shares without par value.

ARTICLE VI

Terms of Capital Stock

The capital stock shall consist of common stock of one series, class and kind each share thereof having no par value and in all respects being equal to every other share. None of such shares shall have any rights, preferences, limitations or restrictions not granted to any other share. Nothing herein in these Articles contained, however, shall be construed to prevent the amendment of this or any other provision of these Articles according to law.

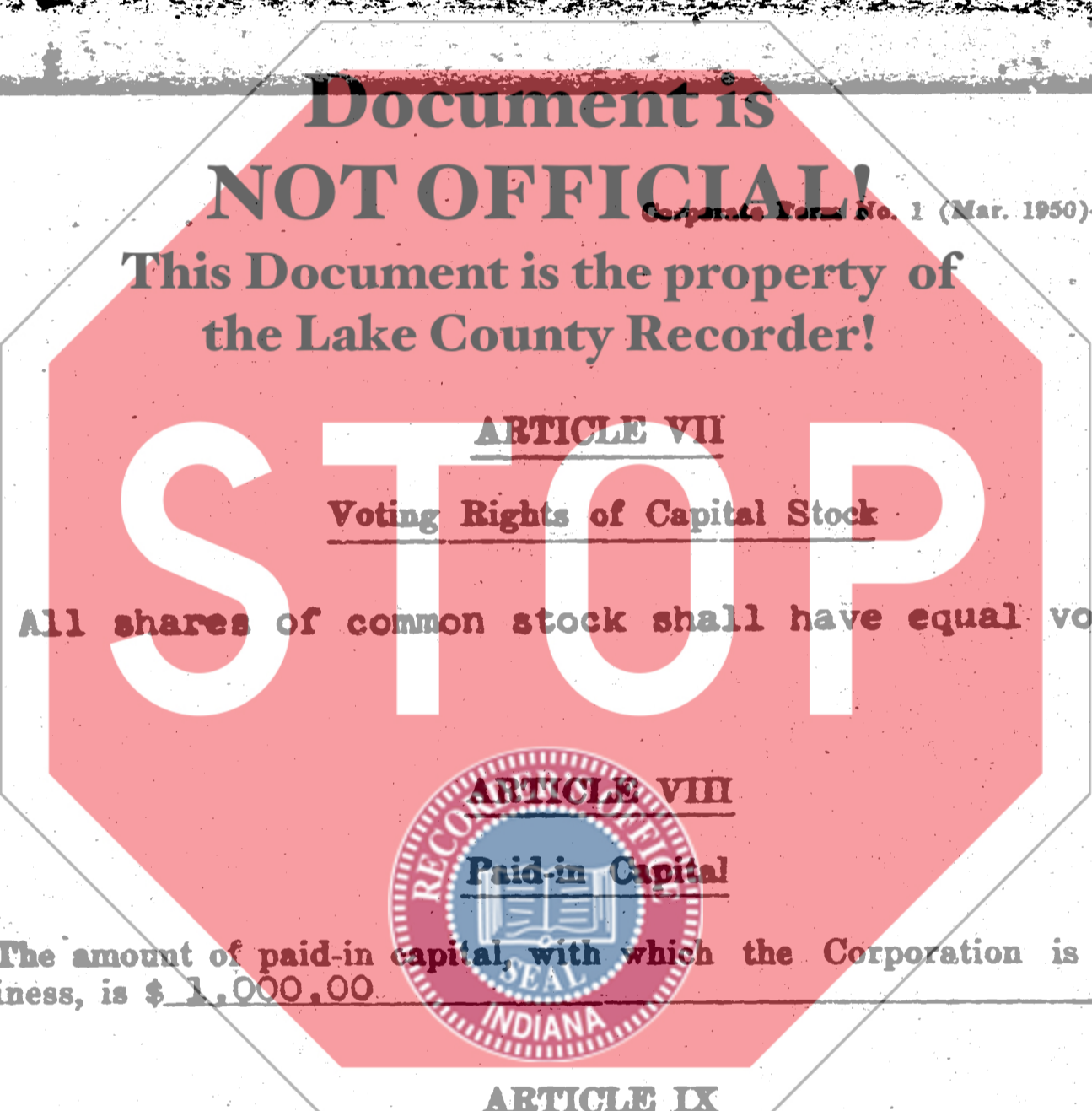
The Board of Directors may, from time to time, by resolution, authorize the issuance of preferred or special shares to be issued in one or more series of the same class, each such series to have such relative rights, preferences, limitations or restrictions, and bear such designations, as shall be determined and stated by its Board of Directors prior to the issuance of any shares of such series in and by the resolution or resolutions of the Board of Directors authorizing the issuance of such series. The issuance of such preferred or special shares of stock shall be in conformance and under the procedure of the statutes of the State of Indiana.

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ARTICLE VII

Voting Rights of Capital Stock

All shares of common stock shall have equal voting rights.

ARTICLE VIII

Paid-in Capital

The amount of paid-in capital, with which the Corporation is beginning business, is \$ 1,000.00

ARTICLE IX

Data Respecting Directors

Section 1. Number.

The number of Directors of this corporation shall be seven. (7).  
~~XX~~

Section 2. Qualifications. Directors shall be shareholders of the Corporation. A majority of the Directors at any time shall be citizens of the United States.

ARTICLE X

Further Data Respecting Directors

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the first Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>
James A. Tapocsi	Route #8, Box 550,	Valparaiso,		Indiana
William P. Brozovic	16436 Maryland Street,	South Holland,		Illinois
Don Berkoski	57 Appletree Lane,	Valparaiso,		Indiana
William J. Curosh	2025 Stanton Avenue,	Whiting,		Indiana
Joseph M. Poklemba	8715 Linden Avenue,	Munster,		Indiana
Richard M. Pihulic	8140 Monroe Avenue,	Munster,		Indiana
Anne M. Brozovic	16436 Maryland Street,	South Holland,		Illinois

Section 2. Citizenship. ALL of such Directors are citizens of the United States.

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ARTICLE XI

Data Respecting Incorporators

Section 1. Names and Post-Office Addresses. The names and post-office addresses of the incorporators of the Corporation are as follows:

Name	Number and Street or Building	City	Zone	State
William P. Brozovic	16436 Maryland Street,	South Holland,		Illinois
Anne M. Brozovic	16436 Maryland Street,	South Holland,		Illinois
Richard M. Pihulic	8140 Monroe Avenue,	Munster,		Indiana

Section 2. Age and Citizenship. All of such incorporators are of lawful age; and all of such incorporators are citizens of the United States.

Section 3. Compliance with Provisions of Sections 15 and 16 of the Act. The undersigned incorporators hereby certify that the person or persons intending to form the Corporation first caused lists for subscriptions to the shares of the capital stock of the Corporation to be opened at such time and place as he or they determined; when such subscriptions had been obtained in an amount not less than \$1,000, such person or persons, or a majority of them, called a meeting of such subscribers for the purpose of designating the incorporators and of electing the first Board of Directors; the incorporators so designated are those named in Section 1 of this Article; and the Directors so elected are those named in Section 1 of Article X.

ARTICLE XII

Provisions for Regulation of Business and Conduct of Affairs of Corporation

In the event that this corporation owns or acquires wasting assets intended for sale in the ordinary course of business, such as coal or ore mines or oil or gas wells, or holds or acquires property having a limited life, such as a lease for a term of years, or patents, the depletion of such assets by sale or lapse of time need not be deducted in the computation of surplus available for dividends.

The Board of Directors shall have full authority to fix from time to time the amount of consideration for which the share of this corporation shall be issued.

Every shareholder in this corporation shall have a preemptive right to subscribe for or to any additional issues of shares of the capital stock of this corporation (after the initial

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issue of shares pursuant to the subscription heretofore made) in the proportion that the shares held by such shareholder bear to the total number of shares issued by the corporation and at the same price and upon the same terms that such shares are offered to any other person.

In all elections of Directors every shareholder shall have the right to multiply the number of shares he may be entitled to vote by the number of directors to be elected, and the product shall represent the number of votes he may cast at such election, and he may cast all such votes represented by such product for one (1) candidate or distribute them among any two (2) or more candidates.



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IN WITNESS WHEREOF, the undersigned, being all of the incorporators designated in Article XI, execute these Articles of Incorporation and certify to the truth of the facts herein stated, this 25 day of June, 1969

**STOP**

*Richard M. Pihulic*

(Written Signature)  
Richard M. Pihulic

(Printed Signature)



*Anne M. Brozovic*

(Written Signature)  
Anne M. Brozovic

(Printed Signature)

*William P. Brozovic*

(Written Signature)  
William P. Brozovic

(Printed Signature)

STATE OF INDIANA }  
COUNTY OF LAKE } SS:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that Richard M. Pihulic, Anne M. Brozovic and William P. Brozovic, being all of the incorporators referred to in Article XI of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 25th day of June, 1969

*Dorothy Collins*

(Written Signature)  
Dorothy Collins

(Printed Signature)

Notary Public

My commission expires  
November 18, 1969

This instrument was prepared by

James A. Viater  
Attorney at Law  
3628 Main Street  
East Chicago, Indiana