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RETURN TO: GLENN R. PATTERSON, ESQ.  
SINGLETON, LEVY AND CRIST  
SUITE 200  
9245 CALUMET AVENUE  
MUNSTER, INDIANA 46321

STATE OF ILLINOIS )  
COUNTY OF COOK ) SS:

DULY ENTERED FOR TAXATION SUBJECT TO  
FINAL ACCEPTANCE FOR TRANSFER.

FEB 21 1991

**AFFIDAVIT OF CORPORATE MERGER  
AND CHANGE OF CORPORATE NAME**

*Glenn R. Patterson*  
AUDITOR LAKE COUNTY

I, the undersigned, ROBERT M. LEONE, being first duly sworn upon my oath, do hereby state as follows:

1. That I am the former duly elected, qualified, acting and authorized secretary of Inland Steel Development Corporation, a Delaware corporation.

2. That in such capacity I was the duly authorized officer charged with the responsibility of maintaining the books and records of Inland Steel Development Corporation, and as a result thereof, I have personal knowledge of various corporate merger activities involving Inland Steel Development Corporation and other corporate entities.

3. That effective as of July 1, 1975, Inland Steel Development Corporation, a Wisconsin corporation, was merged into Jewel Builders, Inc., a Delaware corporation, pursuant to the terms and provisions of an "Agreement of Merger and Plan of Reorganization", dated as of June 10, 1975, a true and accurate copy of which is attached hereto and incorporated herein by reference as Exhibit "A" (herein the "Plan").

4. That pursuant to Paragraph 4 of the Plan, Paragraph 1 of the Certificate of Incorporation of Jewel Builders, Inc. was amended to provide that thereafter the name of Jewel Builders, Inc. as the surviving corporation under the Plan shall be "Inland Steel Development Corporation".

5. That the Plan was filed in the office of the Secretary of State of the State of Delaware on the 13th day of June, 1975, as evidenced by the Certificate of the Secretary of State of the State of Delaware dated the 26th day of July, 1979, a copy of which is attached hereto and incorporated herein by reference as Exhibit "B".

6. That prior to the effective date of the merger and change of corporate name pursuant to the Plan, Jewel Builders, Inc. was the owner of the following described real estate:

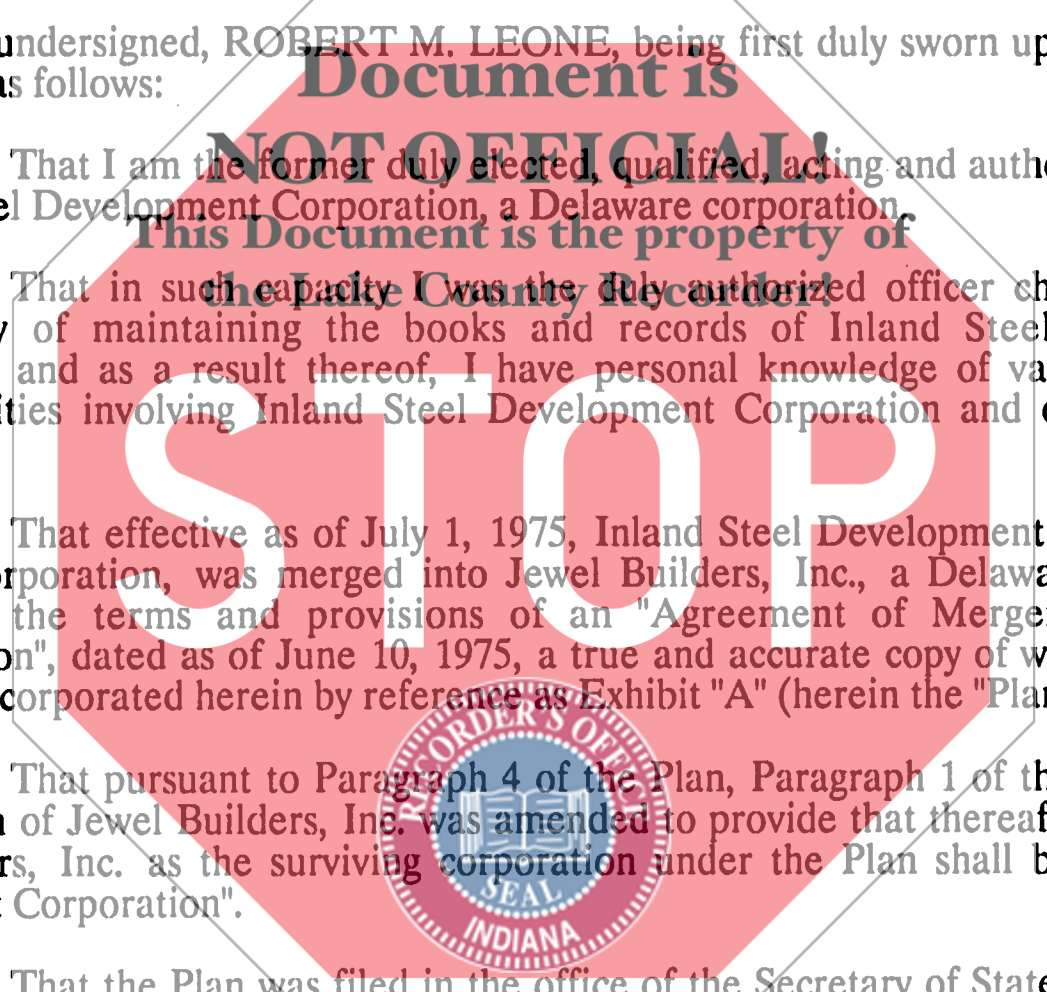
Lot 1, Heritage Estates Unit Six to the Town of Dyer, as shown in Plat Book 43, page 116, and Corrected Plat of Heritage Estates Unit Six as shown in Plat Book 43, page 146, in Lake County, Indiana.

#14-148-1

(hereinafter the "Real Estate").

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CF



CHICAGO TITLE INSURANCE COMPANY  
INDIANA DIVISION

STATE OF INDIANA  
TAX COMMISSIONER

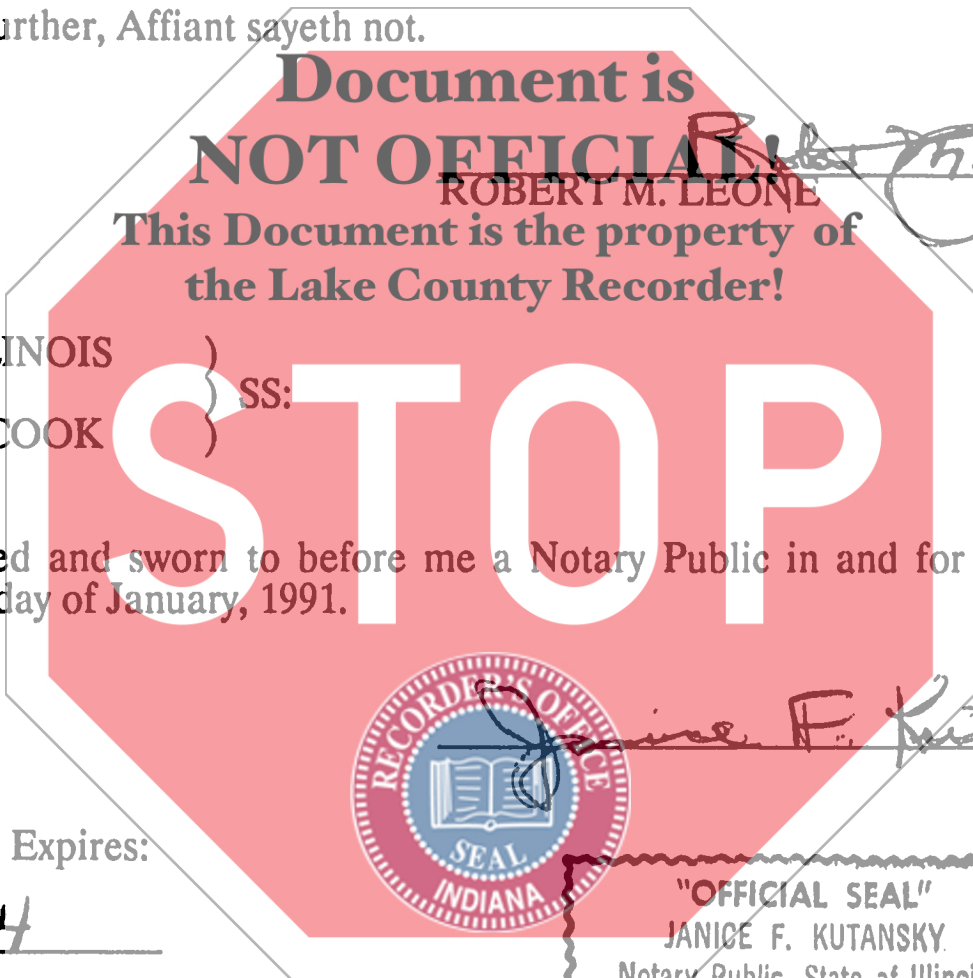
7. That after the effective date of the merger and change of corporate name pursuant to the Plan, Inland Steel Development Corporation (formerly known as Jewel Builders, Inc.) was the owner of the Real Estate.

8. That Inland Steel Development Corporation, a Delaware corporation (formerly known as Jewel Builders, Inc.), grantor under that certain Quitclaim Deed, dated December 18, 1984, and recorded in the office of the Recorder of Lake County, Indiana, on January 22, 1985, as Document Number 788937, a copy of which is attached hereto and incorporated herein by reference as Exhibit "C", is one and the same corporation as the corporation known as Jewel Builders, Inc., prior to the effective date of the Plan.

9. Fee simple title to the Real Estate is now vested in Inland Steel Mortgage Acceptance Corporation, a Delaware corporation, as a result of the foregoing.

10. This affidavit is made for the purpose of correcting the chain of title to the Real Estate.

11. Further, Affiant sayeth not.



STATE OF ILLINOIS  
COUNTY OF COOK

SS:

Subscribed and sworn to before me a Notary Public in and for said County and State, this 27<sup>th</sup> day of January, 1991.



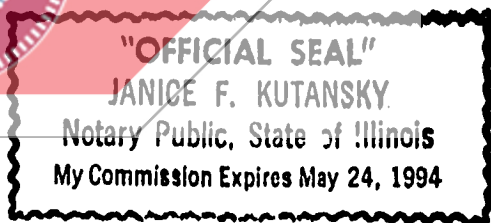
*Janice F. Kutansky*  
Notary Public

My Commission Expires:

5-24-94

County of Residence:

COOK



This instrument prepared by Glenn R. Patterson, Singleton, Levy and Crist, Suite 200, 9245 Calumet Avenue, Munster, Indiana 46321

AGREEMENT OF MERGER  
AND  
PLAN OF REORGANIZATION

---

This Agreement of Merger and Plan of Reorganization is made this 10th day of June, 1975, pursuant to Section 252 of the General Corporation Law of the State of Delaware and Section 180.62-63 of the Wisconsin Business Corporation Law of the State of Wisconsin, between JEWEL BUILDERS, INC., a Delaware corporation (hereinafter sometimes referred to as "Jewel") and INLAND STEEL DEVELOPMENT CORPORATION, a Wisconsin corporation (hereinafter sometimes referred to as "ISDC");

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W I T N E S S E T H:

THAT, WHEREAS, Jewel was incorporated on June 5, 1970 by the filing in the office of the Secretary of State of Delaware of a Certificate of Incorporation, which Certificate of Incorporation was on that date recorded in the office of the Recorder of Deeds of New Castle County, Delaware; and ISDC (formerly, Public Facilities Associates, Inc.) was incorporated on June 8, 1967 by the filing in the office of the Secretary of State of Wisconsin its Articles of Incorporation; and

WHEREAS, the authorized stock of Jewel consists of 1,500 shares, without nominal or par value, all of which shares are now issued and outstanding; and the authorized stock of ISDC consists of

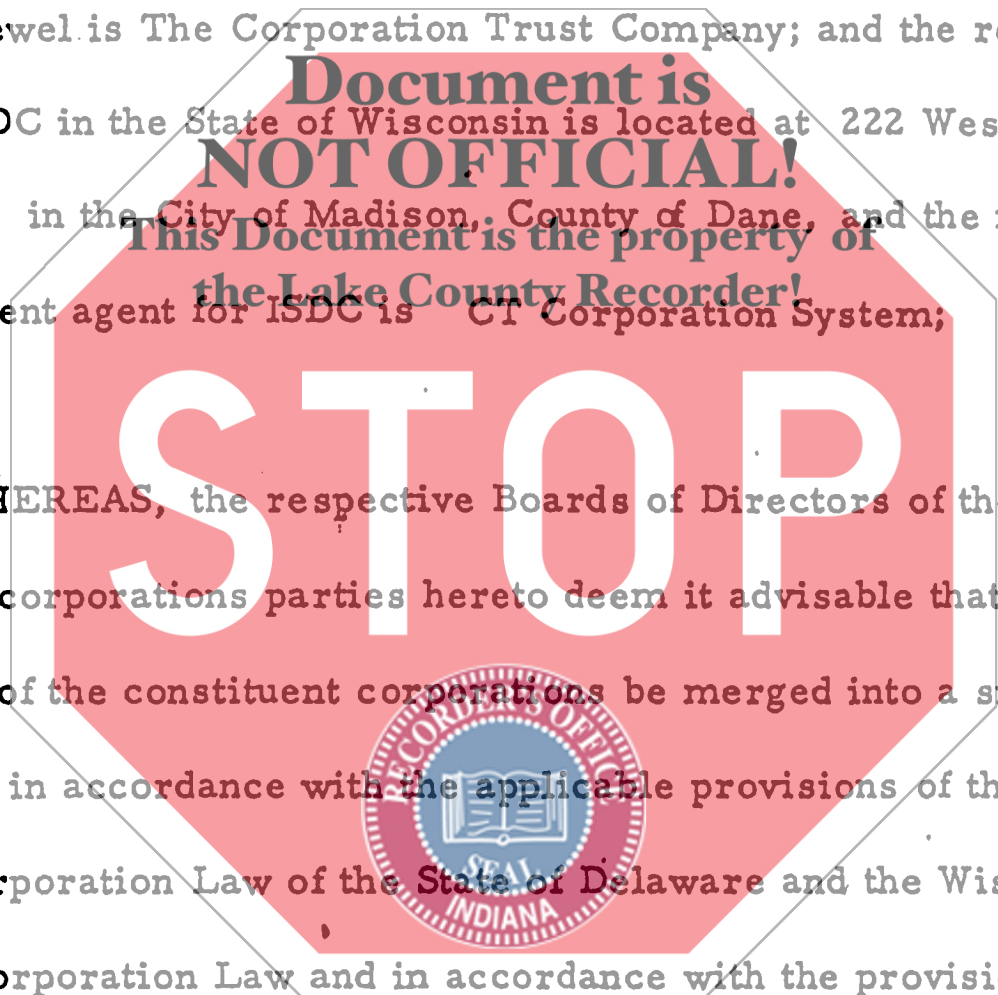
200,000 shares of common stock of which 100,000 shares are now issued and outstanding all of which shares are without par value; and

WHEREAS, the registered office of Jewel in the State of Delaware is located at No. 100 West Tenth Street, in the City of Wilmington, County of New Castle, and the name of the registered agent for Jewel is The Corporation Trust Company; and the registered office of ISDC in the State of Wisconsin is located at 222 West Washington, in the City of Madison, County of Dane, and the name of the resident agent for ISDC is CT Corporation System;

and

WHEREAS, the respective Boards of Directors of the constituent corporations parties hereto deem it advisable that the businesses of the constituent corporations be merged into a single corporation in accordance with the applicable provisions of the General Corporation Law of the State of Delaware and the Wisconsin Business Corporation Law and in accordance with the provisions of Section 368(a)(1)(A) of the Internal Revenue Code of 1954, as amended, as hereinafter provided.

NOW, THEREFORE, the Corporations, parties to this Agreement of Merger and Plan of Reorganization in consideration of the mutual covenants, agreements and provisions hereinafter set



forth do hereby prescribe the terms and conditions of said merger and of carrying the same into effect as follows:

1. Merger of ISDC into Jewel. On the effective date as hereinafter provided, Jewel merges into itself ISDC, and ISDC shall then be and thereupon is merged into Jewel, which shall be the surviving corporation.

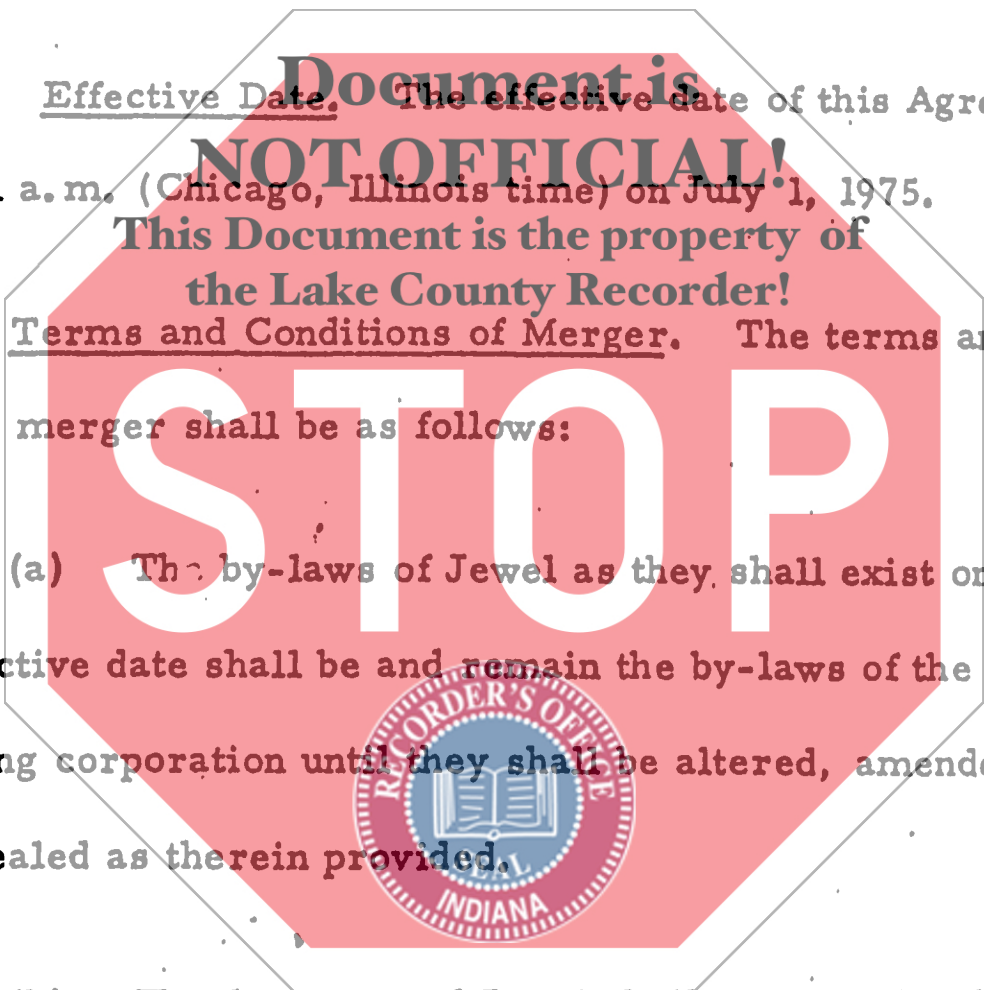
2. Effective Date. The effective date of this Agreement shall be 12:01 a.m. (Chicago, Illinois time) on July 1, 1975.

3. Terms and Conditions of Merger. The terms and conditions of the merger shall be as follows:

(a) The by-laws of Jewel as they shall exist on the effective date shall be and remain the by-laws of the surviving corporation until they shall be altered, amended or repealed as therein provided.

(b) The directors of Jewel shall continue in office as the directors of the surviving corporation until their successors shall have been elected and qualified.

(c) The officers of Jewel shall continue in office as officers of the surviving corporation, and in addition thereto the following officers shall be designated to the positions opposite their respective names, all of whom shall serve



until their successors shall have been elected and qualified:

Ivan Glover	.....	Vice President
Paul H. Upchurch	.....	Vice President
William Smythe	.....	Assistant Secretary

(d) On the effective date, all the property, rights, privileges, franchises, licenses and all other assets of every kind and description of the merged corporation shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed, and all property, rights and every other interest of the surviving corporation and the merged corporation shall be as effectively the property of the surviving corporation as they were of the surviving corporation and the merged corporation, respectively.

(e) The merged corporation hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of

the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the intent and purposes hereof and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such action.

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(f) The surviving corporation hereby agrees that it may be served with process in the State of Wisconsin in any proceeding for the enforcement of any obligation of the merged corporation and irrevocably appoints the Secretary of State of Wisconsin as its agent to accept service of process in any such proceeding.

4. Amendments to Certificate of Incorporation of Jewel.

(a) On the effective date, paragraph 1 of the Certificate of Incorporation of Jewel shall be amended so that, as amended, it shall read and provide as follows:

"1. The name of the corporation is  
INLAND STEEL DEVELOPMENT CORPORATION."

(b) On the effective date, paragraph 4 of the Certificate of Incorporation of Jewel shall be amended so that, as amended, it shall read and provide as follows:

~~4. The total number of shares of common stock which the corporation shall have authority to issue is three thousand (3,000), all of which shares shall be without par value."~~



The Certificate of Incorporation of Jewel as hereby amended shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

5. Conversion of ISDC Stock into Stock of Surviving Corporation: The manner of converting the outstanding shares of stock of the merged corporation into shares of the surviving corporation shall be as follows:

After the effective date, each holder of the outstanding shares of common stock of the merged



corporation shall surrender the certificate or certificates representing said shares to the surviving corporation, and each such holder shall be entitled upon such surrender to receive one (1) share of common stock, without par value, of the surviving corporation for each one hundred (100) shares of common stock of the merged corporation evidenced by such certificate or certificates. Until so surrendered, the outstanding shares of the merged corporation to be converted into the stock of the surviving corporation, as provided herein, may be treated by the surviving corporation for all corporate purposes as evidencing the ownership of shares of the surviving corporation, as though said surrender and exchange had taken place.



All shares previously issued and outstanding of JEWEL BUILDERS, INC. shall remain issued and outstanding.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed by their respective officers pursuant to authority duly given by their respective Boards of Directors and have

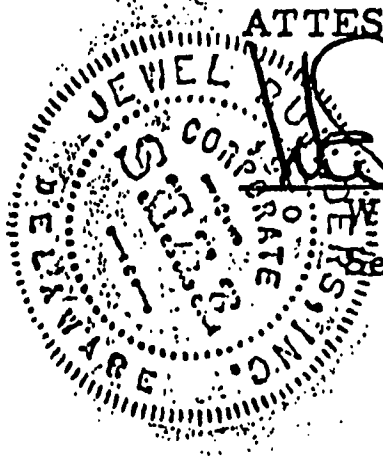
affixed thereto their respective corporate seals on the date first above mentioned.

JEWEL BUILDERS, INC.

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This Document is the property of Raymond C. Wieboldt, Jr.  
the Lake County Recorder! President

ATTEST:



Walter W. Nielsen

Walter W. Nielsen  
Secretary

**STOP**

INLAND STEEL DEVELOPMENT CORPORATION



By

William E. Rothfelder  
William E. Rothfelder  
President

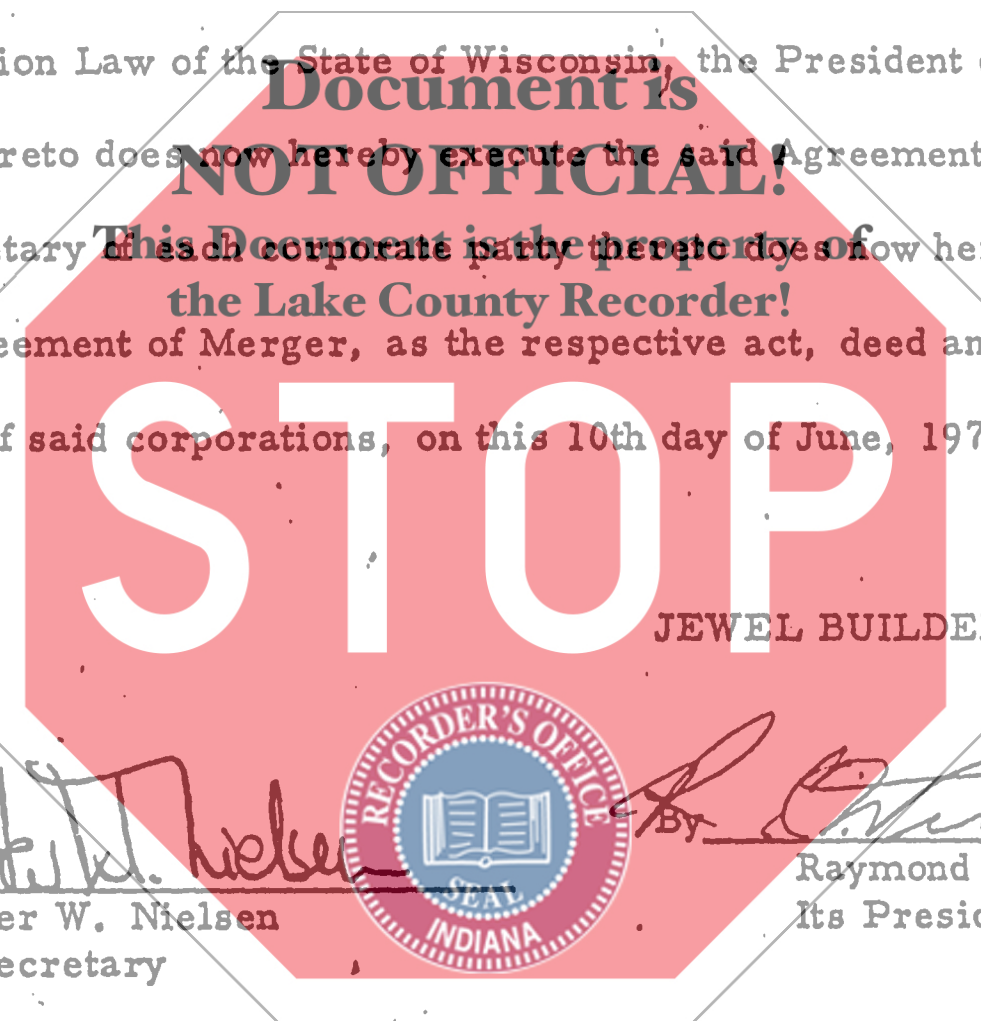
ATTEST:



Walter W. Nielsen

Walter W. Nielsen  
Secretary

THE ABOVE AGREEMENT OF MERGER, having been executed on behalf of each corporate party thereto, and having been adopted separately by each corporate party thereto, in accordance with the provisions of the General Corporation Law of the State of Delaware, and the Business Corporation Law of the State of Wisconsin, the President of each corporate party thereto does now hereby execute the said Agreement of Merger and the Secretary of each corporate party thereto does now hereby attest the said Agreement of Merger, as the respective act, deed and agreement of each of said corporations, on this 10th day of June, 1975.



JEWEL BUILDERS, INC.

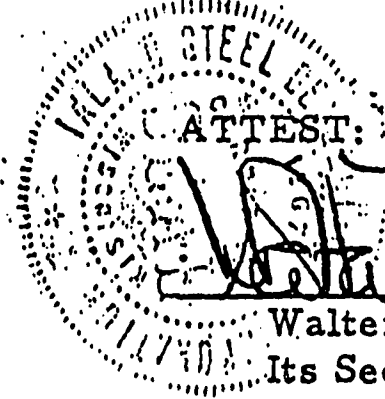


ATTEST:  
*Walter W. Nielsen*  
Walter W. Nielsen  
Its Secretary



By *Raymond C. Wieboldt, Jr.*  
Raymond C. Wieboldt, Jr.  
Its President

INLAND STEEL DEVELOPMENT CORPORATION



ATTEST:  
*Walter W. Nielsen*  
Walter W. Nielsen  
Its Secretary

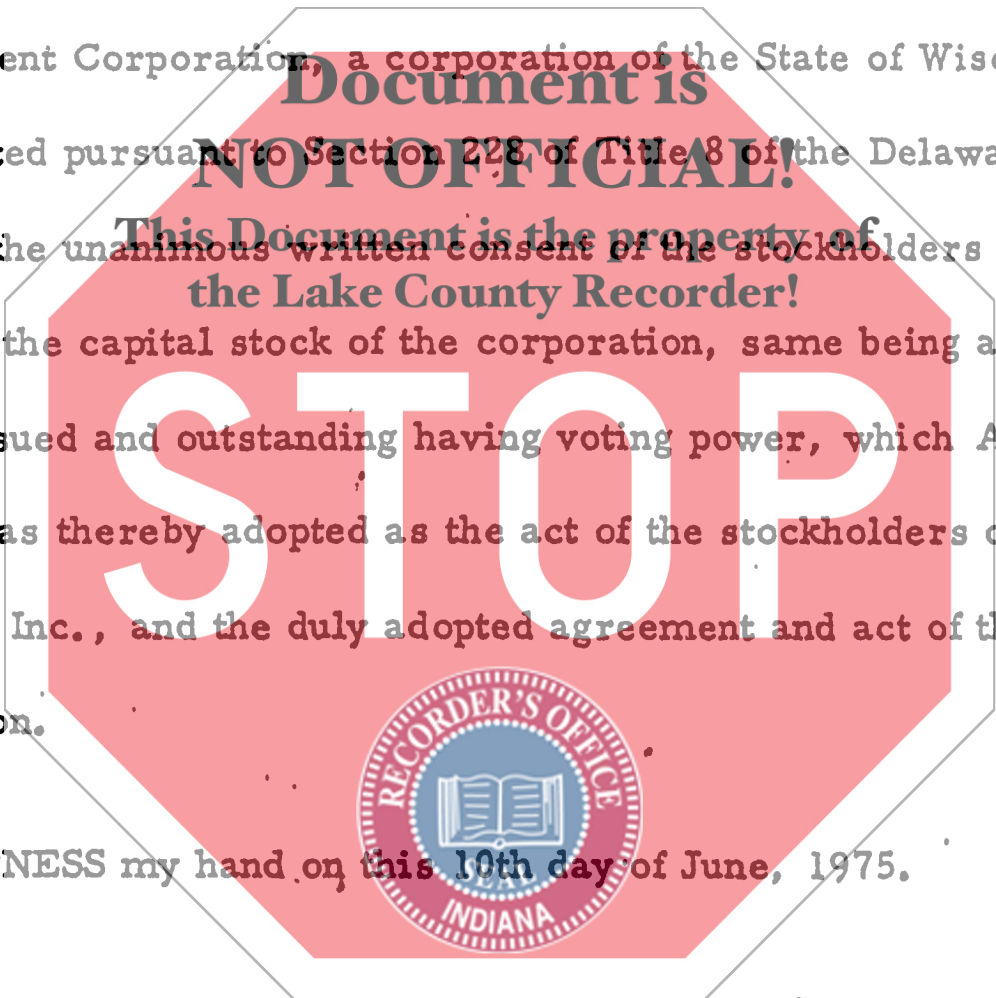
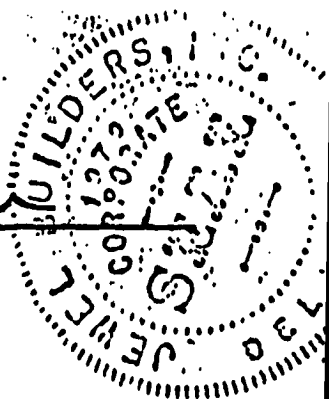
By *William E. Rothfelder*  
William E. Rothfelder  
Its President

I, WALTER W. NIELSEN, Secretary of Jewel Builders, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such secretary, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said corporation and having been signed on behalf of Inland Steel Development Corporation, a corporation of the State of Wisconsin, was duly adopted pursuant to Section 228 of Title 8 of the Delaware Code of 1953, by the unanimous written consent of the stockholders holding 1,500 shares of the capital stock of the corporation, same being all of the shares issued and outstanding having voting power, which Agreement of Merger was thereby adopted as the act of the stockholders of said Jewel Builders, Inc., and the duly adopted agreement and act of the said corporation.

WITNESS my hand on this 10th day of June, 1975.



Walter W. Nielsen  
- Secretary -



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SECRETARY OF STATE  
DOVER, DELAWARE



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# State of DELAWARE



Office of SECRETARY OF STATE

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I, Glenn C. Kenton *Secretary of State of the State of Delaware,*

*do hereby certify that the above and foregoing is a true and correct copy of*  
Certificate of Agreement of Merger of the "INLAND STEEL DEVELOPMENT CORPORATION",  
a corporation organized and existing under the laws of the State of Wisconsin,  
merging with and into the "JEWEL BUILDERS, INC.", a corporation organized and  
existing under the laws of the State of Delaware, under the name of "INLAND STEEL  
DEVELOPMENT CORPORATION", as received and filed in this office the thirtieth day  
of June, A.D. 1975, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation shall be  
governed by the laws of the State of Delaware.



In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this twenty-sixth day  
of July in the year of our Lord  
one thousand nine hundred and seventy-nine.

*Glenn C. Kenton*

Glenn C. Kenton, Secretary of State

NU  
J  
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788937

Inland Steel Co.  
30 West Monroe St.  
Chicago, IL 60603  
Attn: Margaret Williford

CHICAGO TITLE INSURANCE COMPANY

QUITCLAIM DEED

THE GRANTOR, INLAND STEEL DEVELOPMENT CORPORATION, a corporation created and existing under and by virtue of the laws of the State of Delaware and duly authorized to transact business in the State of Indiana, for and in consideration of ten dollars (\$10.00), in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby QUIT CLAIM to INLAND STEEL MORTGAGE ACCEPTANCE CORPORATION, a corporation created and existing under and by virtue of the laws of the State of Delaware, the following described real estate situated in the County of Lake, State of Indiana, to wit:

\*Lot 1, Heritage Estates Unit Six to the Town of Dyer, as shown in Plat Book 43, page 116, and Corrected Plat of Heritage Estates Unit Six as shown in Plat Book 43, page 146, in Lake County, Indiana.\*

JAN 22 9 55 AM '85  
RUBEN J. JAY  
RECORDER

STATE OF INDIANA  
LAKE COUNTY  
RECORDS DEPARTMENT

GRANTOR HEREBY CERTIFIES that no Indiana Gross Income Tax is due by virtue of this conveyance.

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THE UNDERSIGNED PERSONS executing this Quit Claim Deed on behalf of the Grantor represent that they are the duly elected officers of said Corporation and have been fully empowered by resolution of its Board of Directors to execute and deliver this deed; that the Grantor has full corporate capacity to convey the above-described real estate; and that all necessary corporate action for the making of this conveyance has taken place.

IN WITNESS WHEREOF, the Grantor has caused his Corporate Seal to be hereto affixed and caused its name to be signed to these presents by its Vice President and attested by its Secretary as of this 18th day of December, 1984.



INLAND STEEL DEVELOPMENT CORPORATION

ATTEST:

*Robert M. Leony*  
ROBERT M. LEONY, Secretary

By: *Margaret A. Williford*  
Vice President

Mail to:  
Margaret A. Williford  
Inland Steel Mortgage  
Acceptance Corporation  
30 W. Monroe  
Chicago, IL 60603

DULY ENTERED FOR TAXATION

JAN 18 1985

*James D. ...*  
AUDITOR LAKE COUNTY

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PA

EXHIBIT "C"

