

# State of Idaho

## Department of State.

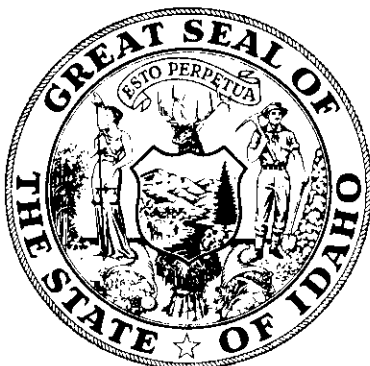
### CERTIFICATE OF AUTHORITY OF

**ILLINOIS PIANO COMPANY, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **ILLINOIS PIANO COMPANY, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **ILLINOIS PIANO COMPANY, INC.** to transact business in this State under the name **ILLINOIS PIANO COMPANY, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **August 18, 1983**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

AUG 18 5 59 AM '83  
SECRETARY OF STATE

1. The name of the corporation is ILLINOIS PIANO COMPANY, INC.

2. \*The name which it shall use in Idaho is \_\_\_\_\_

3. It is incorporated under the laws of Illinois

4. The date of its incorporation is July 15, 1981 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 2030 Franklin Street, Carlyle, Illinois

6. The address to which correspondence should be addressed, if different from that in item 5 \_\_\_\_\_

7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701

and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To buy, sell, import, export or otherwise deal in and with all types of musical instruments including electrical and electronic instruments and to do all thing necessary to carry on said business.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Clifford E. Wheelan	Pres/Dir	135 Lake Vista Dr. Carlyle, Illinois
Gene Ayres	Vice Pres/Dir	General Delivery Germantown, Ill.
Myra Ayres	Secretary	General Delivery Germantown, Ill. 135 Lake Vista Dr.
Peggy Wheelan	Treasurer	Carlyle, Illinois

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	No par value

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>No par Value</u>
_____	_____	_____
_____	_____	_____

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 5, 19 83

ILLINOIS PIANO COMPANY, INC.

By Clifford E. Wheelan

Clifford E. Wheelan, Its \_\_\_\_\_ President

and Peggy Wheelan

Peggy Wheelan, Its \_\_\_\_\_ Secretary

STATE OF Illinois )  
COUNTY OF St. Clair ) ss:

I, Wicki Calhoun, a notary public, do hereby certify that on this 5<sup>th</sup> day of August, 19 83, personally appeared before me Clifford E. Wheelan, who being by me first duly sworn, declared that he is the President of ILLINOIS PIANO COMPANY, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Wicki Calhoun  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

File Number 5244-986-3



**To all to whom these Presents Shall Come, Greeting:**

*I, Jim Edgar, Secretary of State of the State of Illinois,  
do hereby certify that*

THE FOLLOWING AND HERETO ATTACHED IS A TRUE  
COPY OF THE ARTICLES OF INCORPORATION OF ILLINOIS PIANO COMPANY,  
INC.\*\*\*\*\*



**In Testimony Whereof,** *I hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois this* 15TH  
*day of* JULY *A. D., 19* 83.

*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

Certificate



To all to whom these Presents Shall Come, Greeting:

**Whereas,** ARTICLES OF INCORPORATION, duly signed and verified of ILLINOIS PIANO COMPANY, INC. incorporated under the laws of the State of ILLINOIS have been filed in the Office of the Secretary of State as provided by The "Business Corporation Act" of Illinois, in force July 13, A.D. 1933.

*Now Therefore, I, JIM EDGAR, Secretary of State of the State of Illinois by virtue of the powers vested in me by law, do hereby issue this certificate and attach thereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** I have set my hand and cause to be affixed the Great Seal of the State of Illinois  
Done at the City of Springfield this 15th  
day of July AD 19<sup>81</sup> and  
of the Independence of the United States  
the two hundred and 6th

(SEAL)

*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

File  
in  
Duplicate

FORM BCA-47

ARTICLES OF INCORPORATION

TO: JIM EDGAR, Secretary of State

(Do not write in this space)  
Date Paid 7-15-81  
Initial License Fee \$ 1.00  
Franchise Tax \$25.00  
Filing Fee \$75.00  
Clerk \$100.00

The name and address of the incorporators are as follows:

Name	Number	Street	City	State	Zip Code
Robert J. Sprague	15	South High	Belleville, IL		62220

The above named incorporators, being one or more natural persons of the age of twenty-one years or more or a corporation, and having subscribed to the shares of the corporation to be organized pursuant hereto, for the purpose of forming a corporation under "The Business Corporation Act" of the State of Illinois, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation hereby incorporated is: Illinois Piano Company, Inc.

ARTICLE TWO

The name and address of the initial registered agent and registered office are:

Registered agent James E. Schaltenbrand

Registered office 7400 West Main Street

City, Zip code, County Belleville, Illinois 62223 St. Clair County

ARTICLE THREE

The duration of the corporation is ☒ perpetual OR \_\_\_\_\_ years

ARTICLE FOUR

The purposes for which the corporation is organized are:

To buy, sell, import, export or otherwise deal in and with all types of musical instruments including electrical and electronic instruments and to do all things necessary to carry on said business.

ARTICLE FIVE

Paragraph 1 The class, number of shares, the par value, if any, of each class which the corporation is authorized to issue, the number the corporation proposes to issue without further report to the Secretary of State, and the consideration (expressed in dollars) to be received by the corporation therefor, are:

Class	Series	Par or no par	Number of shares authorized	Number of shares to be issued	Total consideration to be received therefor
Common		no par	1,000	100	\$ 1,000.00

Total \$ 1,000.00

no limitation

The corporation will not commence business until at least one thousand dollars has been received as consideration for the issuance of shares.

The number of directors to be elected at the first meeting of the shareholders is two

Paragraph 1. It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be \$ \_\_\_\_\_

Paragraph 2. It is estimated that the value of the property to be located within the State of Illinois during the following year will be \$ \_\_\_\_\_

Paragraph 3. It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be \$ \_\_\_\_\_

Paragraph 4. It is estimated that the gross amount of business which will be transacted at or from places of business in the State of Illinois during the following year will be \$ \_\_\_\_\_

**NOTE:** If all the property of the corporation is to be located in this State and all of its business is to be transacted at or from places of business in this State, or if the incorporators elect to pay the initial franchise tax on the basis of its entire stated capital and paid-in surplus, then the information called for in Article Eight need not be stated. The basis for computation of franchise taxes payable by domestic corporations is set forth in Section 132 of the Business Corporation Act.

*[Handwritten signature]*

**NOTE:** If a corporation acts as incorporator the name of the corporation and the state of incorporation shall be shown and the execution must be by its President or Vice-President and verified by him, and the corporate seal shall be affixed and attested by its Secretary or an Assistant Secretary.

As an incorporator, I declare that this document has been examined by me and is, to the best of my knowledge and belief, true, correct and complete this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone (217) 782-7880

The following fees are required to be paid at the time of issuing Certificate of Incorporation: Filing fee, \$75.00; initial license fee of .06 per \$1,000.00 or part thereof of 1% of the amount of stated capital and paid-in surplus; the incorporation proceeds, to issue without further report to the state, \$100.00; sales tax of 1% of 1% of the gross sale price; [Article IV]; initial franchise tax of 1% of 1% of the net worth, as above noted. However, the minimum bond required, if none is filed, is \$25,000. The minimum bond for franchise tax is \$25.00 and varies monthly of \$25,000 to \$100,000, as follows: January, \$37.50; February, \$38.42; March, \$39.35; April, \$40.25; May, \$41.25; June, \$42.25; July, \$43.25; August, \$44.25; September, \$45.25; October, \$46.25; November, \$47.25; December, \$48.25. See Stat., § 237-201.

an excess of \$20,000. The franchise fee of \$1,000.00 is as follows: Jan. \$1.00, Feb. \$1,416.7, Mar. 17, \$1,313.94; April, \$1.25; May, \$6,166.7; June, \$1,000.00; July, \$1.00; Aug. \$9,916.7; Sept., \$8,334; Oct., 1.75; Nov., \$6,667; Dec., \$584.

All shares issued as shares of the amount mentioned in Article Five of this application must be received within 60 days from date of issuance thereof, and "no-die tax and interest free gold shares; otherwise, the corporation is subject to a penalty of 1% for each month on the amount sold; reported and subject to a fine of not to exceed \$500.00

10-10-1964

FOR READING

ARTICLES OF INCORPORATION

FILE

44-15391

John Edgar  
Secretary of State

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