



ITEMS 5, 6 AND 7 ARE OPTIONAL

5. a. Number of Directors constituting the initial board of directors of the corporation: 3  
 b. Names and Addresses of persons serving as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Address	City, State, ZIP
Michael		
Rick		
Sean		

6. a. It is estimated that the value of the property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
 b. It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
 c. It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
 d. It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. Other Provisions: Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation (e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.).

NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

8. The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
 Month & Day Year



Signature and Name

Address

- \_\_\_\_\_  
 Signature  
 Thomas Attorney  
 Name (type or print)
- \_\_\_\_\_  
 Signature  
 \_\_\_\_\_  
 Name (type or print)
- \_\_\_\_\_  
 Signature  
 \_\_\_\_\_  
 Name (type or print)

- 1234 Main St  
 Street  
 Palos Park, IL 60464  
 City/Town State ZIP Code
- \_\_\_\_\_  
 Street  
 \_\_\_\_\_  
 City/Town State ZIP Code
- \_\_\_\_\_  
 Street  
 \_\_\_\_\_  
 City/Town State ZIP Code

Signatures must be in BLACK INK on an original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by a duly authorized corporate officer. Type or print officer's name and title beneath signature.

Note 1 — Fee Schedule:

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state. (The minimum initial franchise tax is \$25.)
- The filing fee is \$150.
- The minimum total due (franchise tax + filing fee) is \$175.

Note 2 — Return to:

BOURBON STREET, INC.  
 Firm name  
 Sean, President  
 Attention  
 115 Kedzie  
 Mailing Address  
 Merionette Park, IL  
 City, State, ZIP Code

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## Hoskins Chevrolet, Inc. v. Hochberg

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Appellate Court of  
Illinois, First District,  
First Division, 1998,  
294 Ill.App.3d 550,  
691 N.E.2d 28,  
229 Ill.Dec. 92,  
[http://www.state.il.us/  
court/ap1\\_96ix.html](http://www.state.il.us/court/ap1_96ix.html)<sup>a</sup>

IN THE LANGUAGE  
OF THE COURT

**BACKGROUND AND FACTS** Ronald Hochberg is the president of Diamond Auto Body & Repair, Inc. Under the name "Diamond Auto Construction," Hochberg ordered and received auto parts from Hoskins Chevrolet, Inc. Hoskins Chevrolet sent invoices to "Diamond Auto Construction." Hochberg paid some of the invoices with checks drawn on the bank account of "Diamond Auto Construction." When the unpaid invoices totaled more than \$40,000, Hoskins Chevrolet filed a suit in an Illinois state court to collect from Hochberg individually. Hochberg asserted that he did business with Hoskins Chevrolet only as the president of a corporation. Hoskins Chevrolet responded that "Diamond Auto Construction" was not registered with the state as the name of a corporation. The court granted a summary judgment in favor of Hoskins Chevrolet. Hochberg appealed.

Presiding Justice BUCKLEY delivered the opinion of the court:

\* \* \* \*

The [Illinois] Business Corporations Act (the Act) permits a corporation to elect to adopt an assumed name provided that certain procedures are followed. Where those procedures are not followed, the corporation is required to conduct business under its corporate name. \* \* \*

\* \* \* Diamond Auto Body & Repair, Inc., used the assumed name of Diamond Auto Construction without complying with \* \* \* the Act. Further, the record contains no evidence that while using the assumed name in his dealings with plaintiff, defendant also disclosed the corporate name \* \* \*. Accordingly, we find no error in the trial court's determination that under the Act, Diamond Auto Construction was neither a corporation nor the assumed name of a corporation for purposes of establishing contract liability in anyone other than defendant.

DECISION  
AND REMEDY

*The state intermediate appellate court affirmed the lower court's judgment. A person who incurs corporate debts under an unregistered corporate name is personally liable for those debts.*

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a. This Web site is maintained by the state of Illinois. In the "Appellate Court" section, in the "First District Opinions" row, click on "1998." When that page opens, scroll down the list to the name of the case and click on it to read the opinion.