

## **BYLAWS OF RIVERBROOK HOLDINGS INC. DBA CarCare Towing**

*(An Illinois S Corporation)*

### **ARTICLE I: OFFICES**

#### **Section 1. Principal Office**

The principal office of the Corporation shall be located at 10 Joyce Rd Joliet IL 60436

#### **Section 2. Other Offices**

The Corporation may also have offices at such other places as the Board of Directors may determine or the business of the Corporation may require.

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### **ARTICLE II: SHAREHOLDERS**

#### **Section 1. Annual Meeting**

An annual meeting of the shareholders shall be held at a date, time, and place designated by the Board of Directors for the purpose of electing directors and transacting other business.

#### **Section 2. Special Meetings**

Special meetings of the shareholders may be called by the President, the Board of Directors, or shareholders holding not less than one-tenth of the shares entitled to vote.

#### **Section 3. Notice of Meetings**

Written or printed notice stating the place, day, and hour of the meeting shall be delivered not less than 10 nor more than 60 days before the date of the meeting, either personally, by mail, or electronically.

#### **Section 4. Quorum**

A majority of the outstanding shares entitled to vote, represented in person or by proxy, shall constitute a quorum.

#### **Section 5. Voting**

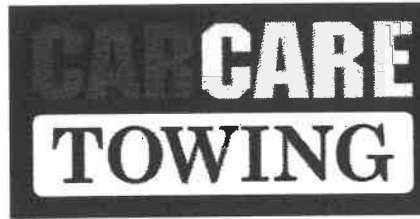
Each shareholder shall be entitled to one vote per share owned. All elections shall be decided by majority vote unless otherwise provided by law.

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### **ARTICLE III: BOARD OF DIRECTORS**

#### **Section 1. General Powers**

The business and affairs of the Corporation shall be managed by its Board of Directors.



### **Section 2. Number, Tenure, and Qualifications**

The number of directors shall be two (2). Each director shall serve until their successor is elected and qualified. The initial directors are:

- **Dion Melendez**, 5208 Meadowbrook St, Plainfield, IL 60586
- **Brad Oswald**, 517 N Arboretum Cir, Wheaton, IL 60189

### **Section 3. Regular Meetings**

The Board shall hold regular meetings at such time and place as determined by resolution.

### **Section 4. Special Meetings**

Special meetings may be called by the President or any director with at least two days' notice.

### **Section 5. Quorum and Voting**

A majority of the number of directors fixed shall constitute a quorum. Actions shall be decided by a majority of the quorum.

### **Section 6. Vacancies**

Any vacancy occurring in the Board may be filled by the remaining directors.

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## **ARTICLE IV: OFFICERS**

### **Section 1. Officers**

The officers of the Corporation shall be a President, Secretary, and Treasurer, and any other officers as determined by the Board.

President: Brad Oswald

Secretary: Dion Melendez

Treasurer: Dion Melendez

### **Section 2. Election and Term of Office**

Officers shall be elected by the Board and serve until their successors are elected.

### **Section 3. Removal**

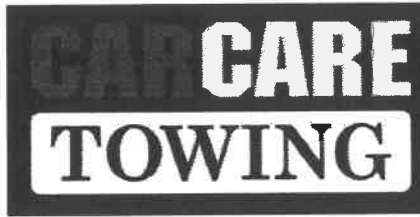
Any officer may be removed by the Board of Directors.

### **Section 4. Duties**

- **President:** Chief executive officer and general supervisor of the Corporation.
- **Secretary:** Keeps minutes of the meetings, maintains records, and gives notices.
- **Treasurer:** Manages corporate funds and financial records.

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## **ARTICLE V: SHARES AND TRANSFER**



**Section 1. Issuance of Shares**

The Corporation is authorized to issue 100 shares. The initial share distribution shall be:

- **Dion Melendez:** 70 shares
- **Brad Oswald:** 30 shares

**Section 2. Certificates**

Each shareholder shall be entitled to a certificate representing their shares.

**Section 3. Transfers**

Shares may be transferred only upon the books of the Corporation. All transfers must comply with S Corporation shareholder eligibility rules (e.g., only U.S. individuals as shareholders).

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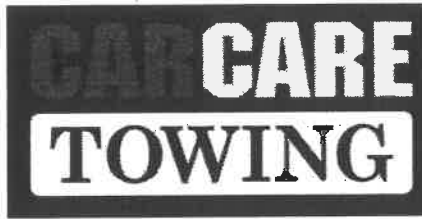
**ARTICLE VI: CORPORATE SEAL**

The Corporation may, but is not required to, adopt a corporate seal.

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**ARTICLE VII: FISCAL YEAR**

The fiscal year of the Corporation shall end on December 31 of each year unless otherwise determined by the Board.



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**ARTICLE VIII: AMENDMENTS**

These Bylaws may be altered, amended, or repealed and new bylaws adopted by a majority of the Board of Directors or shareholders.

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Adopted this 21<sup>st</sup> day of MAY, 2025.

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A handwritten signature in black ink, appearing to read "D. Melendez", written in a cursive style.

**Dion Melendez, President**

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A handwritten signature in black ink, appearing to read "Brad Oswald", written in a cursive style.

**Brad Oswald, Director**

FORM **BCA 2.10**  
**ARTICLES OF INCORPORATION**  
Business Corporation Act

Filing Fee: \$150

File #: 75174888

Approved By: PJW

**FILED**  
**MAY 20 2025**  
**Alexi Giannoulis**  
**Secretary of State**

1. Corporate Name: RIVERBROOK HOLDINGS, INC.

2. Initial Registered Agent: H, T, J, B & W, INC.

First Name	Middle Initial	Last Name

Initial Registered Office: 2801 BLACK RD FL 2

Number	Street	Suite No.	City	ZIP Code	County
<u>2801</u>	<u>BLACK RD</u>	<u>FL 2</u>	<u>JOLIET</u>	<u>IL 60435-2702</u>	<u>WILL</u>

3. Purposes for which the Corporation is Organized:

The transaction of any or all lawful businesses for which corporations may be incorporated under the Illinois Business Corporation Act.

4. Authorized Shares, Issued Shares and Consideration Received:

Class	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
<u>COMMON</u>	<u>100000</u>	<u>1000</u>	<u>\$ 1000</u>

**NAME & ADDRESS OF INCORPORATOR**

5. The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated MAY 20, 2025  
Month & Day Year

KENNETH CARLSON

Name

2801 BLACK ROAD SECOND FLOOR

Street

JOLIET IL 60435  
City/Town State ZIP Code

Form **BCA-4.15/4.20**

**Illinois**  
**Application to Adopt an**  
**Assumed Corporate Name**  
Business Corporation Act

FILE # 75174888

Secretary of State  
Department of Business Services  
Springfield, IL 62756  
217-782-9520  
www.ilsos.gov

Filing Fee: 150.00  
Approved: PJW

**FILED**  
**May 21, 2025**  
**Alexi Giannoulis**  
**Secretary of State**

1. Corporate Name: RIVERBROOK HOLDINGS, INC.
2. State of Incorporation: ILLINOIS
3. Date Incorporated/Qualified: 05/20/2025

4. Corporation intends to adopt and to use the assumed corporate name of:  
CARCARE TOWING

5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 05/01/2030, the first day of the corporation's anniversary month in the next year evenly divisible by five.

6. The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Date: May 21, 2025

Exact Name of the Corporation:  
RIVERBROOK HOLDINGS, INC.

BRAD OSWALD

Authorized Officer's Name

OFFICER

Title