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This Instrument Prepared By:  
Timothy K. Corley  
1100 Park Place Tower  
Birmingham, Alabama 35203

STATEMENT OF INTENT TO DISSOLVE  
TRAVEL EXCHANGE OF ALABAMA, INC.

Pursuant to the provisions of Section 10-2A-183 of the Code of Alabama, the undersigned corporation submits the following Statement of Intent to Dissolve:

1. The name of the corporation is Travel Exchange of Alabama, Inc.

2. The name and address of its officer is:

Robert K. Williams  
President/Secretary  
2032 Valleydale Road  
Birmingham, Alabama 35244

3. The name and address of its sole director is:

Robert K. Williams  
2032 Valleydale Road  
Birmingham, Alabama 35244

4. A copy of the resolution adopted by the sole shareholder authorizing the dissolution of the corporation is attached as Exhibit A hereto.

5. The number of shares of capital stock outstanding is one hundred (100), none of which is entitled to vote as a class.


6. The number of shares voted for and against the resolution is:

For: 100      Against: 0

DATED this 15<sup>th</sup> day of February, 1989.

TRAVEL EXCHANGE OF ALABAMA, INC.

By:

  
Robert K. Williams  
Its President and Secretary

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STATE OF ALABAMA )

COUNTY OF SHELBY )

I, the undersigned Notary Public in and for said County and in said State, hereby certify that on this date personally appeared before me ROBERT K. WILLIAMS, who, being by me first duly sworn, verified that he is President of Travel Exchange of Alabama, Inc., an Alabama corporation, that he signed the foregoing Statement of Intent to Dissolve as President of said corporation, and that the statements contained therein are true.

Witness my hand and official seal this 15 day of February, 1989.

Kelli S. Brasher  
Notary Public

My Commission Expires:  
MY COMMISSION EXPIRES JULY 20, 1994

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EXHIBIT A

ACTION BY SOLE SHAREHOLDER AND DIRECTOR WITHOUT A MEETING


The undersigned, being the sole shareholder and director of Travel Exchange of Alabama, Inc., an Alabama corporation, hereby consents, in accordance with §§ 10-2A-56 and 10-2A-66 (1975) of the Code of Alabama, to the following:

RESOLVED, that in the judgment of the sole shareholder and director of the corporation, it is deemed advisable and for the benefit of the corporation that it be liquidated and dissolved;

FURTHER RESOLVED, that the corporation shall pay any liabilities due and distribute the balance of its assets to its sole shareholder.

IN WITNESS WHEREOF, the sole shareholder and director of Travel Exchange of Alabama, Inc., has hereunto set his hand this 15th day of February, 1989, indicating his consent and approval of the aforesaid resolutions.


SOLE SHAREHOLDER and DIRECTOR:

  
Robert K. Williams

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STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

89 FEB 22 AM 11:13

  
JUDGE OF PROBATE

Rec 5.00  
Jud 1.00  
6.00