## ARTICLES OF DISSOLUTION PURSUANT TO SECTION 10-2B-14.03 OF THE CODE OF ALABAMA (1975)

**OF** 

SIGMA2000, INC. (the "Corporation")

Pursuant to the provisions of Section 10-2B-14.03 of the *Code of Alabama* (1975), as amended, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

FIRST:

The name of the Corporation is Sigma2000, Inc.

**SECOND:** 

The dissolution of the Corporation was authorized on the Sty day of

<u>May</u>, 1997.

THIRD:

The dissolution of the Corporation was approved by the written consent of all of the shareholders of the Corporation pursuant to Section 10-2B-14.02(f) of the Code of Alabama (1975), as amended. A copy of said written consent

of the shareholders is attached hereto as Exhibit A.

**FOURTH:** 

These Articles of Dissolution shall become effective upon filing thereof with

the Probate Judge of Shelby County.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Dissolution to be executed by its duly authorized officer this 121 day of \_\_\_\_\_\_\_, 1997.

SIGMA2000, INC.

Lester C. Ruttka, President

This document was prepared by:

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Birmingham, Alabama 35203

Inst # 1997-15073

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SHELBY COUNTY JUDGE OF PROBATE
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## UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS OF SIGMA2000, INC.

Pursuant to Section 10-2B-14.02 of the Code of Alabama (1975) as amended, the undersigned, being all of the holders of the issued and outstanding stock of Sigma2000, Inc. (the "Corporation"), hereby (i) consent to taking this action without a meeting, (ii) adopt the following resolutions as the action of the Shareholders of the Corporation in lieu of a meeting, and (iii) direct that this written consent be filed with the minutes of the proceedings of the Corporation:

RESOLVED, that the Corporation be dissolved, and that the President of the Corporation be, and hereby is, authorized, empowered and directed to do and perform all acts which they deem necessary to effectuate the complete liquidation of the Corporation and the winding up of its affairs.

RESOLVED FURTHER, that the President of the Corporation is hereby authorized, directed and empowered to execute and deliver to the Probate Judge of Shelby County, for filing, Articles of Dissolution pursuant to Section 10-2B-14.03 of the Code of Alabama together with a copy of this consent action.

RESOLVED FURTHER, that the President of the Corporation is hereby authorized and directed to execute and deliver any and all instruments and documents necessary or desirable to carry into effect the full intent of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands as of the

day of May , 1997.

S. Thomas Payne

McDonald

Lester C. Kuttka

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