

ARTICLES OF DISSOLUTION
OF
AMERICAN GYMNASTICS ASSOCIATION, INC.
AN ALABAMA CORPORATION

TO: THE PROBATE JUDGE OF SHELBY COUNTY, ALABAMA

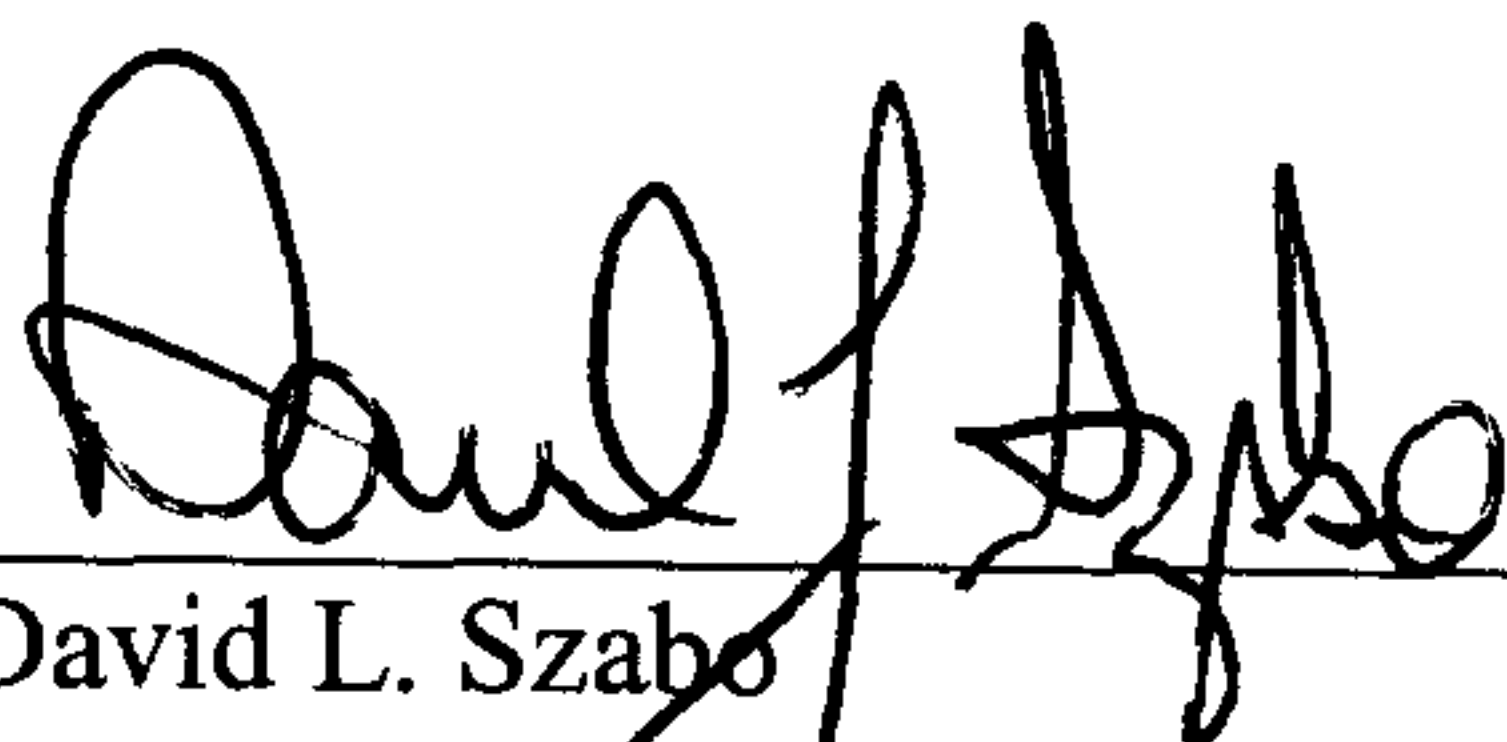
Pursuant to the provisions of the Alabama Business Corporation Act, *Code of Alabama*, 1975, **AMERICAN GYMNASTICS ASSOCIATION, INC.**, an Alabama domestic for-profit corporation, submits for filing the following Articles of Dissolution to become effective immediately upon filing:

Article I The name of the corporation is: American Gymnastics Association, Inc.

Article II The date dissolution was authorized is: MAY 7, 2003

Article III Dissolution of the corporation was approved by written consent of all shareholders of the corporation. A copy of the written consent is attached hereto as Exhibit "A".

DONE THIS 7th day of MAY, 2003.



David L. Szabo
President and Chairman of the Board of
American Gymnastics Association, Inc.

Prepared By:
Wm. Randall May
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KIMBROUGH & SHARP, L.L.C.
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Birmingham, AL 35242
(205) 991-6367

EXHIBIT A

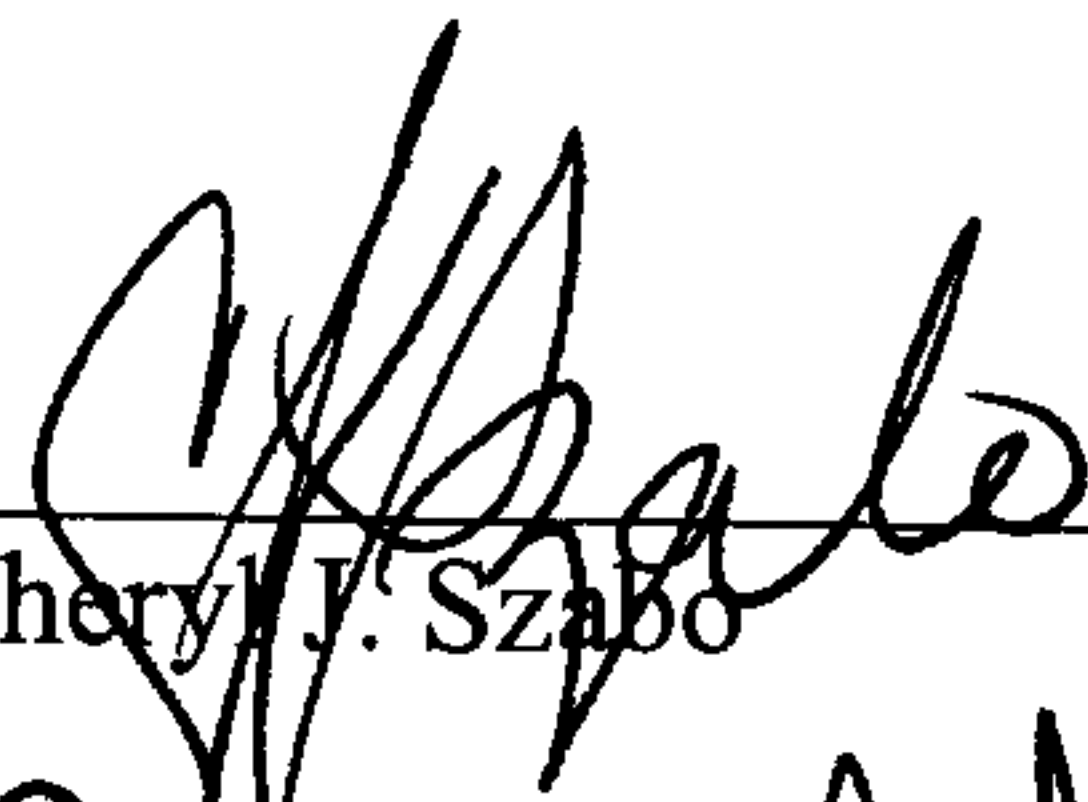
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Shelby Cnty Judge of Probate, AL
05/08/2003 10:11:00 FILED/CERTIFIED

CONSENT OF SHAREHOLDERS
OF
AMERICAN GYMNASTICS ASSOCIATION, INC.

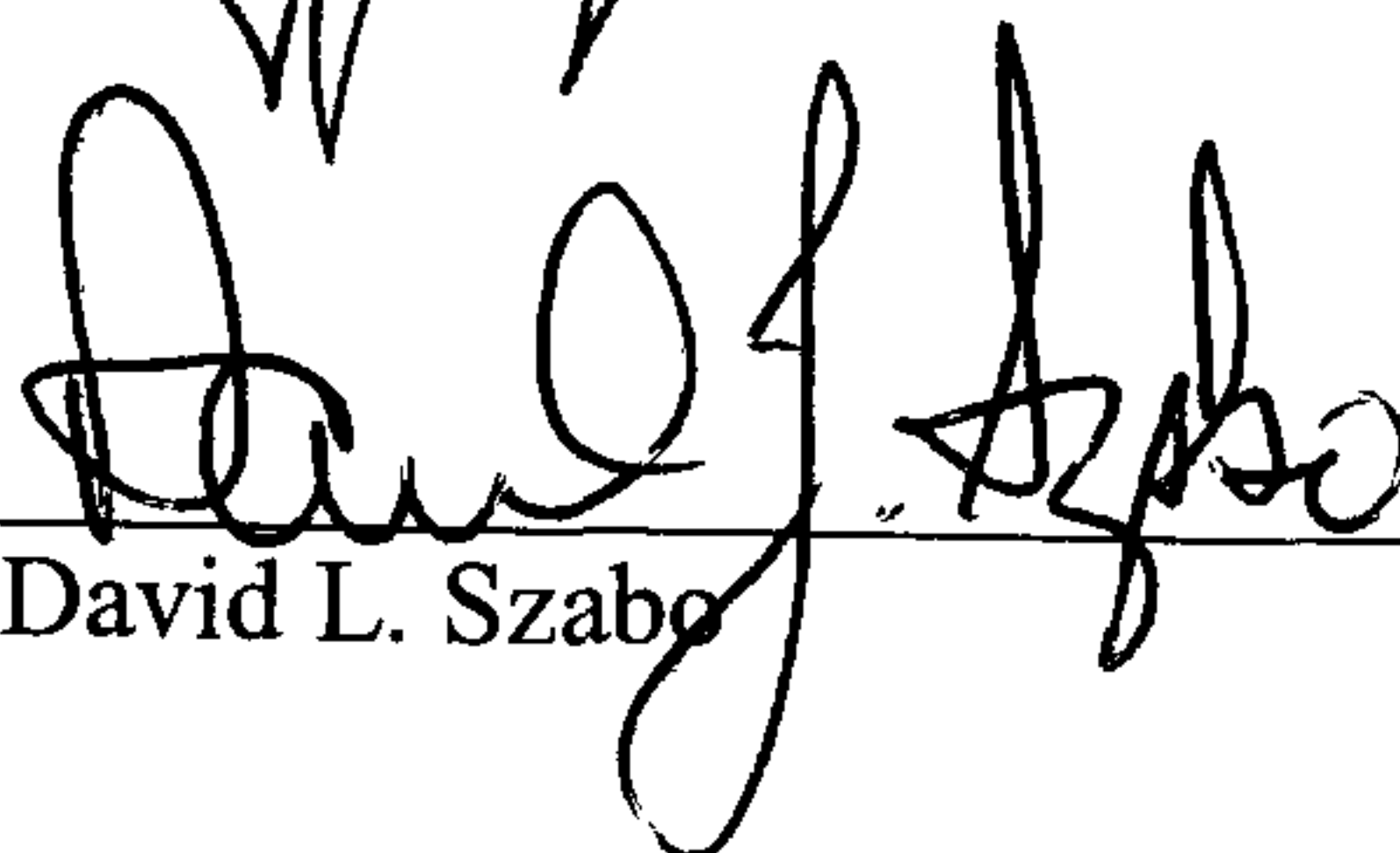
AN ALABAMA CORPORATION

Pursuant to the *Code of Alabama*, 1975, the undersigned, being all of the shareholders of
AMERICAN GYMNASTICS ASSOCIATION, INC., an Alabama domestic corporation,
consent to the voluntary dissolution of that corporation, and authorize the President and
Secretary to file Articles of Dissolution with the Probate Judge of Shelby County,
Alabama.

DONE THIS 7th day of May, 2003.



Cheryl J. Szabo



David L. Szabo