20050602000267850 1/2 \$20.00 Shelby Cnty Judge of Probate, AL 06/02/2005 02:46:22PM FILED/CERT

## STATE OF ALABAMA

## DOMESTIC LIMITED LLABILITY COMPANY ARTICLES OF DISSOLUTION GUIDELINES

INSTRUCTIONS:

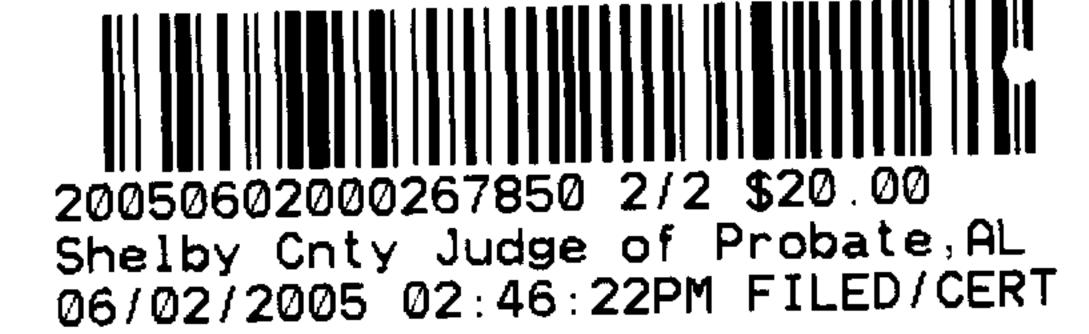
STEP 1: FILE ORIGINAL AND TWO COPIES WITH THE JUDGE OF PROBATE IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF ORGANIZATION WERE FILED. ATTACH SECRETARY OF STATE AND JUDGE OF PROBATE FEES. THE SECRETARY OF STATE'S FILING FEE IS \$10. PLEASE CONTACT THE JUDGE OF PROBATE OFFICE TO VERIFY THEIR FILING FEES.

PURSUANT TO THE PROVISIONS OF THE ALABAMA LIMITED LIABILITY COMPANY ACT AND SECTION 10-12-37 OF THIS ACT, THE UNDERSIGNED DOMESTIC LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING ARTICLES OF DISSOLUTION.

| Article I   | The name of the limited liability company:  |
|-------------|---|
|             | The Gaslight House, L.L.C.  |
|             | First Filing:6/30/98  |
| Article II  | The date of filing of the articles of organization: $\frac{First Amendment Filing; 3/19/03}{(Inst#2001-09921)}$ |
| Article III | The reason for filing the articles of dissolution: The business has been  |
|             | sold as of April 11, 2005 to other parties who have formed  |
|             | their own LLC   |
| Article IV  | The dissolution was authorized by written consent of all members and effective on June 1, 2005 "see attached".  |
| Article V   | Attach other information the members or managers filing the articles of dissolution deem appropriate.           |
| Ju<br>Date  | ne 1, 2005  |
| Date        | Jackie L. Pritchard - Member  |
|             | OCCVIC TO LITICAL MEMORE  |

Signature of Authorized Member

Type or Print Member's Name and Title



## SECOND ARTICLES OF AMENDMENT to the ARTICLES OF ORGANIZATION of THE GASLIGHT HOUSE, L.L.C.

Pursuant to the provisions of 10-12-11 of the Alabama Limited Liability Company Act, as amended, being the sole Member of The Gaslight House, L.L.C., a Limited Liability Company organized under the laws of the State of Alabama (The "Company") does hereby adopt the following Second Articles of Amendment to the Articles of Organization of the Company:

## Article I

Whereas, Article 7 of the original Articles of Organization as substituted, in the First Articles of Amendment dated 3/19/2001 reads: "The cessation of membership of one or more Members will result in dissolution of the Company if there is not at least one remaining Member, unless the legal existence and business of the Company is continued and one or more new Members is appointed in the manner provided in the Operating Agreement." Therefore, since the business has been sold to other parties as of April 11, 2005 the one remaining Member, Jackie L. Pritchard wishes to dissolve "The Gaslight House, L.L.C." effective this date.

In witness whereof, the undersigned, being the remaining Member of the Company does hereby make and approve these Second Articles of Amendment to the Articles of Organization and does hereby affirm that the facts stated herein are true and accordingly does hereunto sign this Amendment to the Articles of Organization this 1st day of June, 2005.

Simultaneously herewith, the appropriate amendments will be filed with the Probate Office of Shelby County, Alabama.

This Dissolution shall be effective immediately after said filing.

MEMBER:

MEMBER:

Jackie L. Pritchard 250 Woodbridge Lane

Birmingham, Alabama 35242

WITNESS:

William E. Pritchard Jr.

250 Woodbridge Lane

Birmingham, Alabama 35242