

STATE OF ALABAMA

DOMESTIC FOR-PROFIT CORPORATION ARTICLES OF DISSOLUTION

20110119000020200 1/2 \$156.00
Shelby Cnty Judge of Probate, AL
01/19/2011 02:54:59 PM FILED/CERT

INSTRUCTIONS:

STEP 1: FILE ORIGINAL AND TWO COPIES WITH THE JUDGE OF PROBATE IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF INCORPORATION ARE FILED WITH SECRETARY OF STATE AND JUDGE OF PROBATE FEES ATTACHED. THE JUDGE OF PROBATE'S FILING FEE IS \$10 AND THE SECRETARY OF STATE'S FILING FEE IS \$20.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED FOR-PROFIT CORPORATION SUBMITS THE FOLLOWING ARTICLES OF DISSOLUTION.

- Article I* The name of the corporation:
CMO COUNSELING, INC.
- Article II* The dissolution was authorized on DECEMBER 30, 2010.
- Article III* The total number of shareholder votes entitled to be cast is 1. The number of shareholder votes for the dissolution was 1 and the number of shareholder votes against the dissolution was 0.
- Article IV* If voting by groups, the information required by **Article III** above must be separately provided for each group entitled to vote.
- Article V* If the dissolution was approved by written consent of all shareholders, a statement to that effect may be substituted for requirements in **Articles III & IV** above when a copy of such signed consent is attached.

JANUARY 14, 2011
Date

Printed Name and Business Address of Person Preparing this Document:

ROBERT W. O'NEILL
4000 ST. CHARLES DR.
BIRMINGHAM, AL 35242

ROBERT W. O'NEILL, SECRETARY
Type or Print Corporate Officer's Name and Title
Robert W. O'Neill
Signature of Officer

**SPECIAL MEETING
OF THE SHAREHOLDERS AND BOARD OF DIRECTORS OF
CMO COUNSELING, INC.**

A special meeting of the shareholders and Board of Directors of CMO Counseling, Inc. was held in Birmingham, Alabama on December 30, 2010.

The meeting was called to order by President and Chairman of the Board, Carol M. O'Neill.

Present at the meeting were shareholders representing 100% of the outstanding shares and the sole Director, Carol M. O'Neill. Also in attendance was Robert W. O'Neill, Secretary/Treasurer.

President O'Neill stated that she was no longer seeing clients. As a consequence, she proposed that the corporation cease operations, effective the close of business on December 31, 2010.

The board of directors and the shareholders unanimously approved her proposal. President O'Neill directed the Secretary to send notice of the termination of business to the State of Alabama and to Shelby County, Alabama.

There being no further business, the meeting was adjourned.

Respectfully submitted

Robert W. O'Neill
Secretary/Treasurer