

324

STATE OF ALABAMA)

COUNTY OF SHELBY)

STATEMENT OF INTENT TO DISSOLVE
OF
AQUA-AG., INC.

TO THE PROBATE JUDGE OF SHELBY COUNTY, ALABAMA:

KNOW ALL MEN BY THESE PRESENTS: That we, Kenneth J. Neal as President, and Alan H. Belcher, as Secretary, of Aqua-Ag., Inc., a corporation organized and existing under the laws of the State of Alabama, hereby certify that, in accordance with Section 94 of the Alabama Business Corporation Act, effective January 1, 1981 (Section 10-2A-181 of the Code of Alabama), the Corporation intends to dissolve pursuant to the consent of all of the Shareholders, and does hereby make the following declaration:

(a) The name of the Corporation is AQUA-AG., INC.

(b) The names and respective addresses of its Officers and

Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Kenneth J. Neal	1130 Montgomery Highway Alabaster, Al 35007	President and Director
Alan H. Belcher	Rt. 1, Box 25A, Brent, Al 35034	Secretary/Treasurer and Director

(c) A copy of the Written Consent to Dissolve the Corporation, signed by all of the Shareholders, is attached hereto as Exhibit "A".

(d) The said Written Consent, a copy of which is attached hereto as Exhibit "A", was executed by all of the Shareholders of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

31st day of December, 1982.

ATTEST:

Alan H. Belcher
Alan H. Belcher, Secretary

Kenneth J. Neal
Kenneth J. Neal, President

W. Wayne Wheeler

BOOK 23 PAGE 962

VERIFICATION

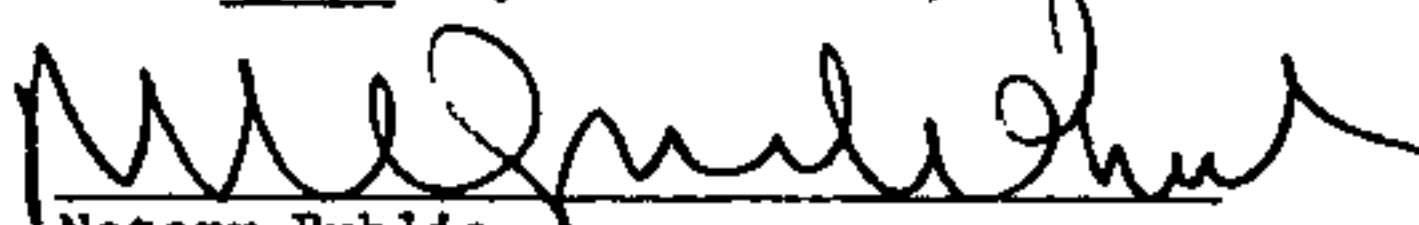
I, Kenneth J. Neal, President of Aqua-Ag., Inc., do hereby verify and certify that the above and foregoing instrument represents a written Statement of Intent to Dissolve said Corporation in accordance with the provisions of Section 94 of the Alabama Business Corporation Act, effective January 1, 1981 (Section 10-2A-181 of the Code of Alabama), that the statements contained therein are true and correct, and that the copy of the Written Consent to such dissolution attached hereto represents the consent of all of the shareholders of the corporation to such dissolution.

This 31 day of December, 1982.


Kenneth J. Neal, President

Sworn to and subscribed before me

this 31 day of December, 1982.


Notary Public

My commission expires: 2-1-1983

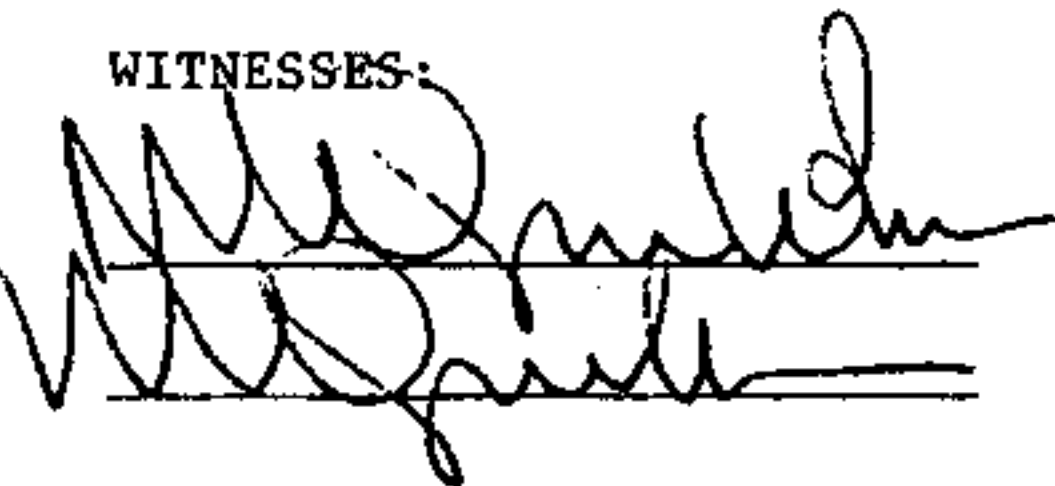
EXHIBIT "A"

WRITTEN CONSENT OF ALL OF THE
SHAREHOLDERS TO DISSOLUTION OF
AQUA-AG., INC.

The undersigned, being all of the Shareholders of AQUA-AG., INC., an Alabama corporation, pursuant to the provisions of Section 94 of the Alabama Business Corporation Act, effective January 1, 1981 (Section 10-2A-181 of the Code of Alabama), hereby consent to the dissolution of the Corporation and authorize its officers to execute a Statement of Intent to Dissolve the Corporation and to file the same in the Office of the Judge of Probate of Shelby County, Alabama, and to take such other and further action as may be necessary to carry out the provisions of said Act in order to effect the ultimate dissolution of the Corporation.

This 31 day of December, 1982.

WITNESSES:





KENNETH J. NEAL



ALAN H. BELCHER

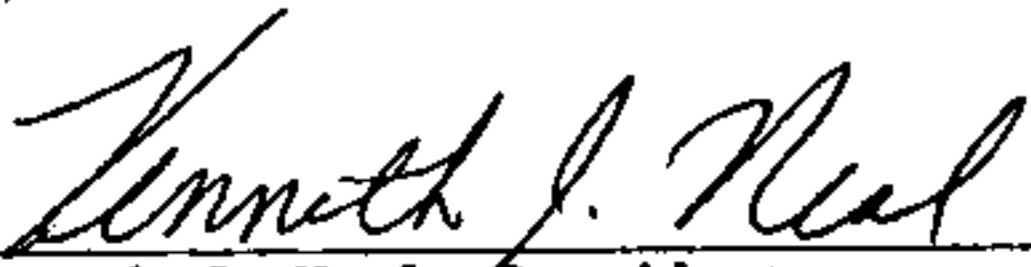
(BEING ALL OF THE SHAREHOLDERS OF
THE CORPORATION)

BOOK 23 PAGE 964

C E R T I F I C A T E

I, Kenneth J. Neal, President of Aqua-Ag., Inc., hereby certify that the attached is a true and correct copy of the Written Consent of all of the Shareholders of Aqua-Ag., Inc., to the dissolution of the Corporation. I hereby certify that said Consent has not been revoked or rescinded and is in full force and effect.

Given under my hand this 31 day of December, 1982.


Kenneth J. Neal, President

BOOK 23 PAGE 985

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THOMAS H. LINDSEY, JR.
JUDGE OF PROBATE

Recd 5.00
Ind 1.00
6.00