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STATEMENT OF INTENT TO DISSOLVE OF MID\*STATE FINANCE, INC., BY WRITTEN CONSENT OF SHAREHOLDERS PURSUANT TO THE PROVISIONS OF SECTION 10-2A-181 OF THE CODE OF ALABAMA, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT OF INTENT TO DISSOLVE THE CORPORATION UPON WRITTEN CONSENT OF ALL OF ITS SHAREHOLDERS.

FIRST  
SECOND

:The name of the corporation is MID\*STATE FINANCE, INC.  
:The names and respective addresses of its officers are:  
David P. Downs -President -P. O. Box 112  
Calera, Al. 35040  
George J. Whitfield -Vice President and -P. O. Box 351  
Manager Calera, Al. 35040  
Paul R. Roberts -Secretary -200 Dogwood Trail  
Montevallo, Al. 35040  
Joe L. Ball -Treasuer -P. O. Box 686  
Calera, Al. 35040  
William M. Schroeder -Director -P. O. Box 180  
Calera, Al. 35040

Third

:The names and respective addresses of its directors are:  
David P. Downs -Director -P. O. Box 112  
Calera, Al. 35040  
George J. Whitfield -Director -P. O. Box 351  
Calera, Al. 35040  
Paul R. Roberts -Director -200 Dogwood Trail  
Montevallo, Al. 35115  
Joe L. Ball -Director -P. O. Box 686  
Calera, Alabama  
William M. Schroeder -Director -P. O. Box 180  
Calera, Al. 35040

Fourth:

:The following written consent to dissolution of the corporation has been signed by all of the shareholders of the corporation

Mid\*State Finance, Inc.

By:

David P. Downs, President

Paul R. Roberts, Secretary

P.O. Box 233  
Calera, Al 35040

CONSENT TO DISSOLUTION OF MID\*STATE FINANCE, INC, PURSUANT TO THE PROVISIONS OF THE CODE OF ALABAMA, THE UNDERSIGNED SHAREHOLDERS, BEING ALL OF THE SHAREHOLDERS OF MID\*STATE FINANCE, INC., DO HEREBY CONSENT TO THE DISOLUTION OF THE SAID CORPORATION.

Dated this the 15 day of March, 1983.

Mid\*state Finance, Inc.

David P. Downs  
David P. Downs, President and Director

George J. Whitfield  
George J. Whitfield, Vice President and Director

Paul R. Roberts  
Paul R. Roberts, Secretary and Director

Joe L. Ball  
Joe L. Ball, Treasurer and Director

William M. Schroeder  
William M. Schroeder, Director

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

Reg. 500  
Ind. 100 1983 MAR -8 PM 12:17

600  
J. R. ...  
JUDGE OF PROBATE

STATE OF ALABAMA  
County of Shelby

I, the undersigned authority in and for said county and state, hereby certify that David P. Downs, George J. Whitfield, Paul R. Roberts, Joe L. Ball and William M. Schroeder, whose names voluntarily signed to the foregoing statement, and who are known to me, executed this said document on the day the same bears date.

Given under my hand and official seal, this 15<sup>th</sup> day of March, 1983.

My commission expires:

Aue S. Hope  
Notary Public

STATE OF ALABAMA  
County of Shelby

We David P. Downs (President of Mid\*State Finance, Inc.) and Paul R. Roberts (Secretary of Mid\*State Finance, Inc.) being duly sworn, declare that we signed the foregoing document and President and Secretary of the Corporation and that the statement is the consent of all signed shareholders.

David P. Downs  
Paul R. Roberts  
David P. Downs, President  
Paul R. Roberts, Secretary

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