

✓ This Instrument Prepared By:  
Alfred M. Naff  
1100 Park Place Tower  
Birmingham, Alabama 35203

826

**STATEMENT OF INTENT TO DISSOLVE  
INDUSTRIAL CRANE & MANUFACTURING CORP.**

Pursuant to the provisions of Section 10-2A-181 of the Code of Alabama, 1975, the undersigned corporation submits the following statement of intent to dissolve:

FIRST: The name of the corporation is INDUSTRIAL CRANE & MANUFACTURING CORP.

SECOND: The names and respective addresses of its officers are:

| <u>NAME AND OFFICE</u>         | <u>ADDRESS</u>   |
|--------------------------------|--|
| Edith T. Quarles, President    | 3832 Old Leeds Road<br>Birmingham, Alabama 35213         |
| Harriet H. Morgan<br>Secretary | 2700 Old Looney Mill Circle<br>Birmingham, Alabama 35243 |

THIRD: The names and respective addresses of its directors are:

| <u>NAME</u>       | <u>ADDRESS</u>   |
|-------------------|--|
| Edith T. Quarles  | 3832 Old Leeds Road<br>Birmingham, Alabama 35213         |
| Harriet H. Morgan | 2700 Old Looney Mill Circle<br>Birmingham, Alabama 35243 |

FOURTH: The written consent to dissolve Industrial Crane & Manufacturing Corp., a copy of which is attached hereto as Exhibit A, was executed by all stockholders of the Corporation on Sept. 10, 1987.

034 PAGE 161

Dated this 10<sup>th</sup> day of September, 1987.

INDUSTRIAL CRANE & MANUFACTURING CORP.

By: Edith T. Quarles  
Edith T. Quarles  
Its President

STATE OF ALABAMA     )

JEFFERSON COUNTY     )

I, the undersigned Notary Public in and for said county in said state, hereby certify that on this date personally appeared before me Edith T. Quarles, who, being by me first duly sworn, verified that she is President of Industrial Crane & Manufacturing Corp., an Alabama corporation, that she signed the foregoing Statement of Intent to Dissolve as President of said corporation, and that the statements contained therein are true and correct.

Witness my hand and official seal this 10<sup>th</sup> day of September, 1987.

Laguna L. Lofhand  
Notary Public

My Commission Expires:

May 4, 1988

BOOK 034 PAGE 162

**UNANIMOUS CONSENT OF STOCKHOLDERS  
IN LIEU OF A MEETING  
INCLUDING CONSENT TO THE DISSOLUTION OF  
INDUSTRIAL CRANE & MANUFACTURING CORP.**

Edith T. Quarles and Erin J. Hesse, being all the stockholders of Industrial Crane & Manufacturing Corp., an Alabama corporation, hereby consent in accordance with § 10-2A-56 and § 10-2A-181, Code of Alabama 1975 to the following:

1. All acts and things expressly provided for or contemplated by this Unanimous Consent of Stockholders shall be as fully authorized in all respects as if unanimously approved by votes taken at a special meeting of the stockholders duly called and held as otherwise required by the Alabama Business Corporation Act. This Unanimous Consent is in lieu of a special meeting of the stockholders.
2. Pursuant to the provisions of the Alabama Business Corporation Act, the Plan of Complete Liquidation recommended by the directors of this corporation attached to this Unanimous Consent as Exhibit A is hereby adopted and Industrial Crane & Manufacturing Corp. will be liquidated and dissolved, and its remaining assets after the payment of the expenses of winding up its affairs, including reasonable legal fees and the payment of other liabilities of this corporation, including certain outstanding indebtedness of the corporation of \$9,829.87 to Edith T. Quarles and \$6,553.25 to Erin J. Hesse as evidenced by a promissory note executed August 20, 1982 in favor of the First National Bank of Birmingham in the amount of \$16,383.12 and subsequently acquired and owned sixty (60%) percent by Edith T. Quarles and forty (40%) percent by Erin J. Hesse, if any, then remaining shall be distributed among the stockholders according to their respective interest, in accordance with said plan.
3. The officers of this corporation shall prepare a Statement of Intent to Dissolve the corporation as provided in § 10-2A-181, Code of Alabama, 1975 and shall forthwith file said document, including a copy of this Unanimous Consent, in the office of the Judge of

Probate of Shelby County, Alabama.

Dated: Sept. 10, 1987

STOCKHOLDERS:

Edith T. Quarles  
Edith T. Quarles

Erin J. Hesse  
Erin J. Hesse

**PLAN OF LIQUIDATION AND DISSOLUTION OF  
INDUSTRIAL CRANE & MANUFACTURING CORP.**

1. PURPOSE. The purpose of this plan is to effect the complete liquidation and dissolution of Industrial Crane & Manufacturing Corp., an Alabama Corporation, hereinafter referred to as "Industrial Crane" through the distribution by it of all its assets and complete liquidation in accordance with and pursuant to § 10-2A-181, Code of Alabama, 1975. Such liquidation shall be accomplished in the manner stated in this plan.

2. PAYMENT OF OBLIGATIONS. Industrial Crane shall pay or make provisions for payment of all the expenses of winding up its affairs, including reasonable legal fees and the payment of other liabilities of this corporation, including outstanding indebtedness of the corporation of \$9,829.87 to Edith T. Quarles and \$6,553.25 to Erin J. Hesse, as evidenced by a note executed August 20, 1982, in favor of the First National Bank of Birmingham in the amount of \$16,383.12, and subsequently acquired and owned sixty (60%) percent by Edith T. Quarles and forty (40%) percent by Erin J. Hesse.

3. DISTRIBUTION OF ASSETS. As soon as practical from the date of the adoption of this Plan of Complete Liquidation by its stockholders, Industrial Crane shall make to its stockholders, pro-rata, one or more distributions of this corporation's remaining property and assets, and shall make said distributions in cash, or in property, or partly in cash and partly in property, as the officers of this corporation may in their sole discretion determine.

4. FILING OF ARTICLES OF DISSOLUTION. Upon the payment of all known debts, liabilities and obligations and the distribution of all remaining property and assets of Industrial Crane, the officers of Industrial Crane shall cause the corporation to file Articles of Dissolution with the Probate Judge of Shelby County, Alabama in accordance with § 10-2A-191, Code of Alabama, 1975.

**RECORDING FEES**

|               |                |
|---------------|----------------|
| Recording Fee | \$ <u>5.00</u> |
| Index Fee     | <u>1.00</u>    |
| TOTAL         | \$ <u>6.00</u> |

Exhibit A

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED  
1987 SEP 11 AM 10:35

*Thomas A. Shoultz*  
JUDGE OF PROBATE