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STATEMENT OF INTENT TO DISSOLVE
McINTOSH & COX, INC.

Pursuant to Section 10-2A-181, Code of Alabama, 1975, the undersigned submits the following Statement of Intent to Dissolve McIntosh & Cox, Inc., an Alabama corporation (the "Corporation") upon the written consent of all of the shareholders of the Corporation:

1. The name of the Corporation is:

McIntosh & Cox, Inc.

2. The names and respective addresses of the officers of the Corporation are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Donald A. Cox	President	118 Forest Parkway Montevallo, Alabama 35115
Jeffrey A. McIntosh	Vice President	6430 Clay Palmerdale Road Pinson, Alabama 35126
Terri L. Cox	Secretary	118 Forest Parkway Montevallo, Alabama 35115

3. The names and respective addresses of the directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Donald A. Cox	118 Forest Parkway Montevallo, Alabama 35115
Terri L. Cox	118 Forest Parkway Montevallo, Alabama 35115
Jeffrey A. McIntosh	6430 Clay Palmerdale Road Pinson, Alabama 35126

4. A true and correct copy of the written consent signed by all of the shareholders of the Corporation is attached hereto and incorporated herein by reference.

✓
BALCH & BINGHAM
ATTORNEYS AND COUNSELORS
POST OFFICE BOX 306
BIRMINGHAM, ALABAMA 35201

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5. The statement of written consent by all of the shareholders has been signed by all of the shareholders of the Corporation or signed in their names by their respective attorneys thereunto duly authorized.

Dated this 29th day of December, 1989.

ATTEST:

McINTOSH & COX, INC.

[Signature]
Secretary

By: [Signature]
President

By: [Signature]
Secretary

STATE OF ALABAMA)
COUNTY OF JEFFERSON) SS:

Donald A. Cox, as President of McIntosh & Cox, Inc., being first duly sworn on oath deposes and says that he is the President of McIntosh & Cox, Inc.; that, as President, he is duly authorized to sign the foregoing Statement of Intent to Dissolve; that he has read the foregoing Statement and attached Consent to Dissolution by the Shareholders; that he knows the contents therein; and that the same are true.

[Signature]
Donald A. Cox

Sworn to and subscribed before me this 29th day of December, 1989.

[Signature]
Notary Public


My Commission Expires: May 1, 1992

This Instrument was Prepared By:
Lois S. Woodward
Balch & Bingham
P. O. Box 306
505 North 20th Street, 6th Floor
Birmingham, Alabama 35203
(205) 251-8100

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IN WITNESS WHEREOF, we have set our hands this 29th day of December, 1989.


Donald A. Cox


Terri L. Cox

Jeffrey A. McIntosh
Jeffrey A. McIntosh

90 JAN 12 PM 2:01

JUDGE OF PROBATE

Rec 5.00
 Ind 3.00
8.00