

STATE OF ALABAMA
SHELBY COUNTY

STATEMENT OF INTENT TO DISSOLVE
ROBIN HOMES, INC., a corporation
BY WRITTEN CONSENT OF SHAREHOLDERS

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 the corporation upon the written consent of all of its shareholders:

FIRST: The name of the corporation is Robin Homes, Inc., a corporation

SECOND: The names and respective addresses of the Officers are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
William M. Humphries	President	P.O. Box 1667 Pelham, AL 35124

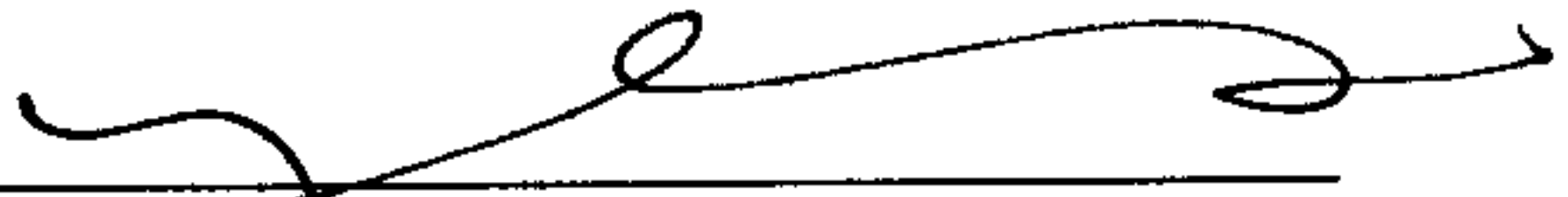
THIRD: The names and respective addresses of its Directors are as follows:

<u>Name</u>	<u>Address</u>
William M. Humphries	P.O. Box 1667 Pelham, AL 35124

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

I, William M. Humphries, the owner of all the outstanding shares of capital stock of Robin Homes, Inc., a corporation, do hereby consent in writing to the dissolution of Robin Homes, Inc., a corporation.

DATED: 2/28/92

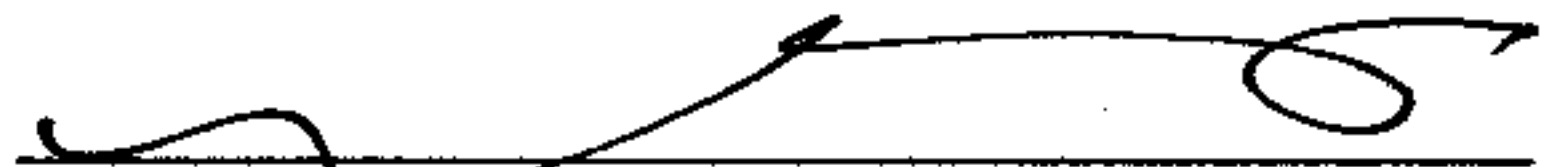


SHAREHOLDER
William M. Humphries

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CERTIFICATE

I, William M. Humphries, do hereby certify that all of the statements in the foregoing instrument are true and correct, that they Articles of Dissolution of Robin Homes, Inc., a corporation, were adopted by the unanimous written consent of the shareholders of the corporation, that I, William M. Humphries, signed the foregoing instrument as President.

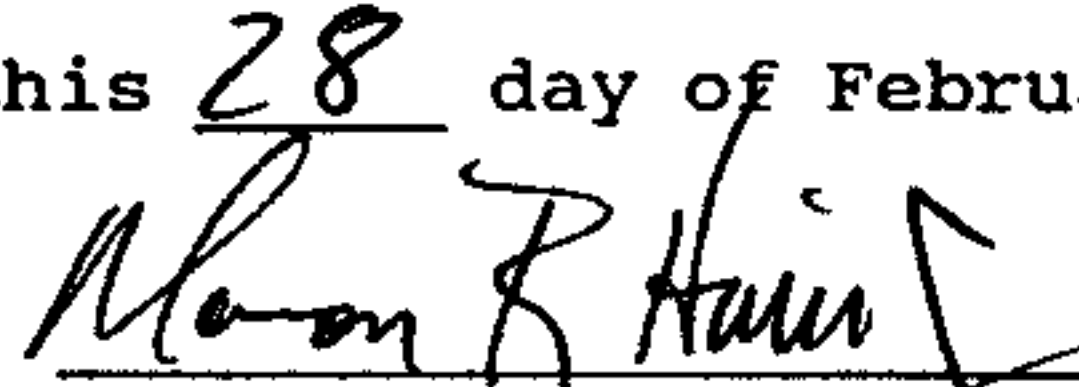

WILLIAM M. HUMPHRIES
PRESIDENT

STATE OF ALABAMA
SHELBY COUNTY

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I, the undersigned, a Notary Public in and for said State and County, hereby certify that William M. Humphries, whose name as President of Robin Homes, Inc., a corporation, is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me on this day, that being informed of the contents of the Articles of Dissolution, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal this 28 day of February, 1992.

PLACE SEAL HERE


NOTARY PUBLIC

STATE OF ALABAMA
SHELBY COUNTY

SHAREHOLDERS' AGREEMENT FOR DISSOLUTION

OF

ROBIN HOMES, INC., a corporation

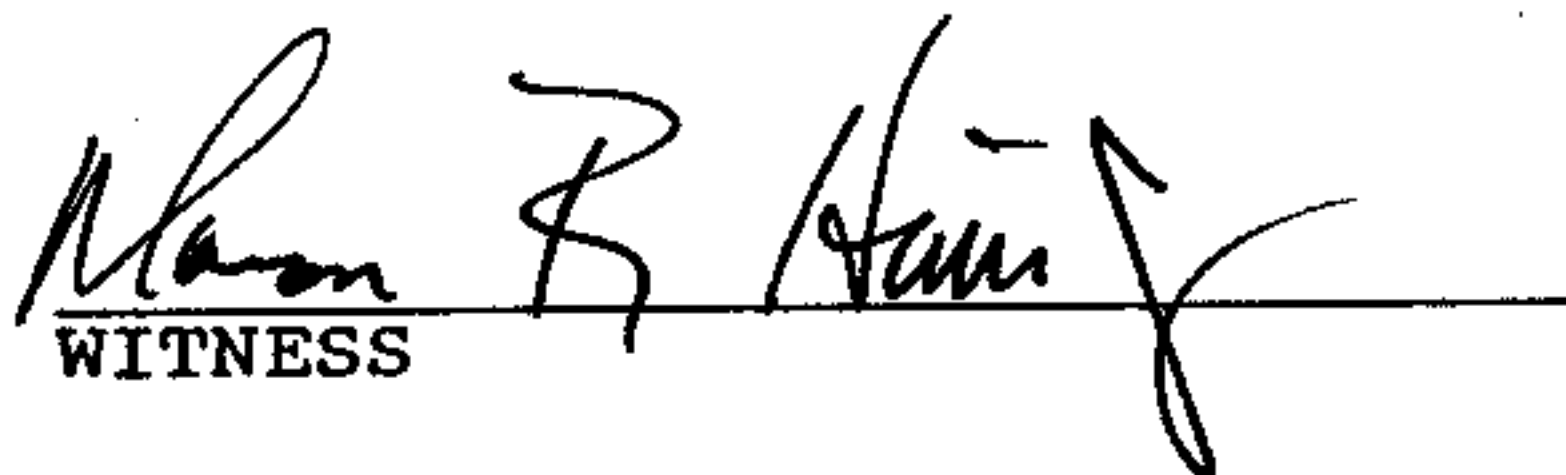
WHEREAS, the undersigned, being all of the shareholders of all of the capital stock of Robin Homes, Inc., a corporation organized under the laws of the State of Alabama, have determined that it would be advisable and in the best interests of the corporation and its shareholders for the corporation to be dissolved; now therefore, be it:

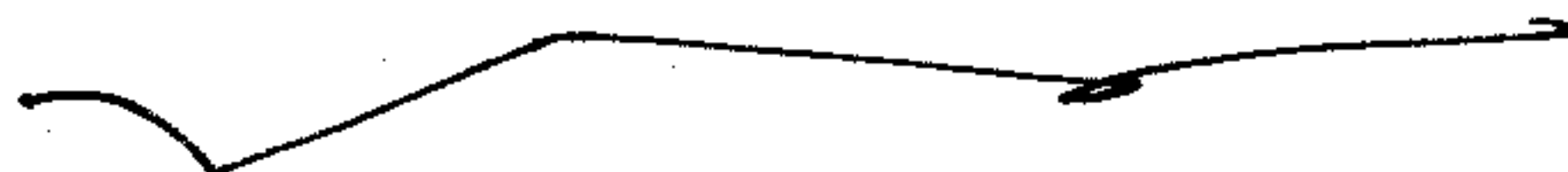
1. **RESOLVED**, that the shareholders of Robin Homes, Inc., a corporation hereby agree to the dissolution of the corporation.
2. **RESOLVED FURTHER**, that the Officers and Directors of Robin Homes, Inc., a corporation, are authorized and directed to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance, or assignment of any or all of the corporation's assets and to execute any documents or instruments necessary and incident thereto;
3. **RESOLVED FURTHER**, that the Officers and Directors of Robin Homes, Inc., a corporation are authorized and directed to apply the assets, in cash or in kind, of the corporation to the payment of its known debts and obligations, and after disposing of the assets of the corporation and making suitable provision for the payment of all of its known debts, the Officers and Directors are authorized and directed to distribute the remainder of the corporation's assets to the shareholders according to their respective rights and interests;
4. **RESOLVED FURTHER**, that the Officers and Directors are hereby authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of Robin Homes, Inc. on behalf of the corporation, including U.S. Treasury Department Form 966;

5. RESOLVED FURTHER, that on completion of all liquidation actions, the Officers and Directors of the corporation are hereby authorized and required to file all documents required by law to complete the winding up of the affairs and dissolution of the corporation.

IN WITNESS WHEREOF, the undersigned have hereunto signed and sealed this instrument.

Executed on this the 28 day of February, 1992, at Birmingham, Alabama.


WITNESS


SHAREHOLDER
WILLIAM M. HUMPHRIES

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04/09/1992 3903
12:53 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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