

**STATEMENT OF INTENT TO DISSOLVE
HALL MORTGAGE CORPORATION**
By act of the corporation

To the Judge of Probate
Shelby County, Alabama

Pursuant to the provisions of Section 10-2A-182 of the Code of Alabama, the undersigned corporation submits the following statement of its intent to dissolve the corporation by act of the corporation.

FIRST: The name of the corporation is HALL MORTGAGE CORPORATION.

SECOND: The name and address of its sole officer is:

Thomas F. Hall, II , President and Secretary
1155 Riverchase Parkway West
Birmingham, AL 35244

THIRD: The name and address of its sole director is:

Thomas F. Hall, II
1155 Riverchase Parkway West
Birmingham, AL 35244

FOURTH: The following resolution to dissolve the corporation was adopted by the shareholders of the corporation on March 23, 1992.

RESOLVED, Thomas F. Hall, II, is hereby authorized to take all necessary steps to dissolve the corporation at the earliest possible date and in such a manner to maximize the return of equity to the shareholders. All debts of the corporation should be paid before the corporation is dissolved. In no event should the dissolution of the corporation be extended beyond April 15, 1992.

FIFTH: The number of shares of the corporation outstanding at the time of such adoption was 100,000; and the number of shares entitled to vote thereon was 100,000.

SIXTH: The number of shares voted for such resolution was 100,000 and NO shares voted against such resolution.

SEVENTH: The sole shareholder of the corporation affixes his name below as his consent to the dissolution of said corporation.

Dated this 23rd day of March, 1992.



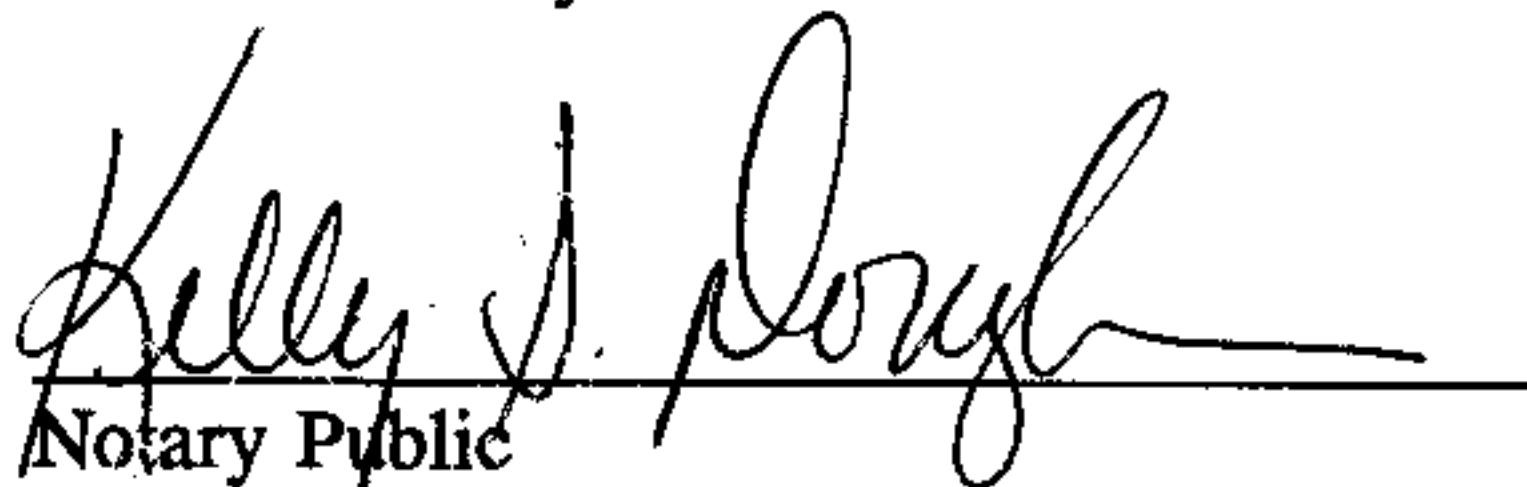
Thomas F. Hall, II - President, Secretary, and
Sole Shareholder

Inst # 1992-12399

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county in said state do hereby certify that Thomas F. Hall, II, personally appeared before me, who being by me first duly sworn, declared that he is the President, Secretary, and Sole Shareholder of HALL MORTGAGE CORPORATION, that he executed the foregoing STATEMENT OF INTENT TO DISSOLVE as the sole officer and stockholder of the corporation and that the statements therein contained are true.

Given under my hand and official seal this 23rd day of March, 1992.


Notary Public

Inst # 1992-12399

06/26/1992-12399
02:05 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 16.00