

INTENT TO DISSOLVE
RESEARCH LEASING COMPANY, INC.

By the consent of all shareholders, the undersigned do hereby certify as follows:


1. The name of the corporation is Research Leasing Company, Inc.

2. The names and respective addresses of its officers are as follows: J O Miller, President, 1005 Haviland Drive, Birmingham, Alabama 35216; Jo Ann Miller, Secretary, 1005 Haviland Drive, Birmingham, Alabama 35216.

3. The names and respective addresses of its directors are as follows: Linda M. Walker, 2526 Tahiti Terrace, Alabaster, Alabama 35007; Sue Ann Henderson, 1004 South Ridge Drive, Birmingham, Alabama 35216; and Jeffrey O. Miller, 102 Sioux Court, Hendersonville, Tennessee 37075.

4. The dissolution of the corporation was authorized by the unanimous written consent of all shareholders of the corporation, a copy of which is attached hereto.

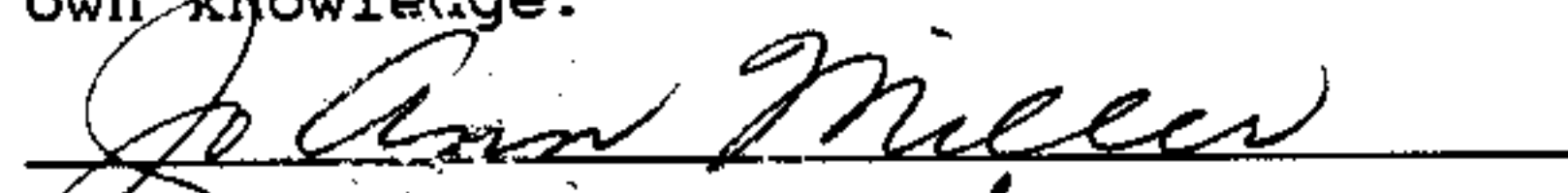

J O Miller


Jo Ann Miller

STATE OF ALABAMA)
JEFFERSON COUNTY)

Before me, a notary public in and for said county in said state, personally appeared Jo Ann Miller who being first duly sworn makes oath that she has read the foregoing statement of intent to dissolve and knows the contents thereof, and that the same are true of her own knowledge.

Subscribed and sworn to before me this 30th day of Sept., 1992.


Florian M. Sawley
Notary Public

RETURN TO:

DONALD H. JONES
PO BOX 55596

B'HAM, AL. 35255-5596

MY COMMISSION EXPIRES JANUARY 27, 1996

Inst # 1993-03166

CONSENT TO DISSOLVE

RESEARCH LEASING COMPANY, INC.

Research Leasing Company, Inc. was incorporated in Shelby County, Alabama in 1978. The undersigned being all of the shareholders of Research Leasing Company, Inc. do hereby consent to the voluntary dissolution of the corporation.

Done this 28th day of August, 1992.

Kim M. Waller

Sue Ann Henderson

Gregory D. Miller

Rebecca M. Lee

Inst # 1993-03166

02/03/1993-03166
10:09 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 18.00