

STATEMENT OF INTENT TO DISSOLVE

DIAGNOSTEC CORPORATION

By Act of the Corporation

Pursuant to the provisions of Section 10-2A-182, Code of Alabama, 1975, the undersigned **PROFIT** corporation has adopted the following Statement of Intent to Dissolve such corporation.

FIRST: The name of the corporation is: DIAGNOSTEC CORPORATION

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

NAME	OFFICE	ADDRESS
THOMAS E. JACKSON	PRESIDENT	5009 LONGLEAF LANE BIRMINGHAM, AL 35242
JOAN A. TROMBLEY	VICE PRESIDENT	59 GROVE LANE SAN ANSELMO, CA 94960
	SECRETARY	
	TREASURER	

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

JOAN A. TROMBLEY	59 GROVE LANE, SAN ANSELMO, CA 94960
ROGER MACHSON	59 GROVE LANE, SAN ANSELMO, CA 94960
KATHRYN JACKSON	5009 LONGLEAF LANE, BIRMINGHAM, AL 35242
THOMAS E. JACKSON	5009 LONGLEAF LANE, BIRMINGHAM, AL 35242

FOURTH: A copy of the resolution adopted by the shareholders authorizing the dissolution of the corporation is attached hereto.

FIFTH: The number of shares outstanding at the time of such adoption was NONE, and, if the shares of any class are entitled to vote as a class, the designation and number of outstanding shares of each such class:

CLASS	SHARES OUTSTANDING
-------	--------------------

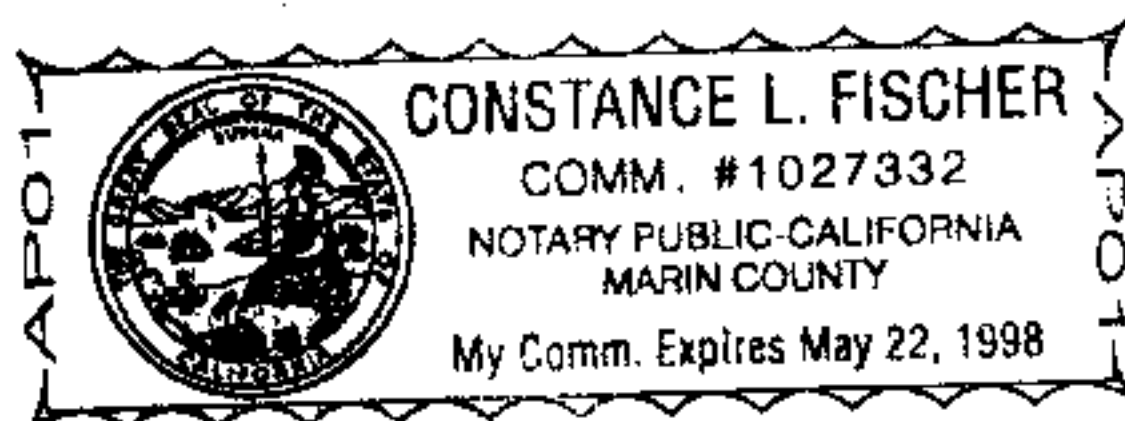
SIXTH: The number of shares voted for and against the resolution, respectively, and, if the shares of any class are entitled to vote as a class, the number of shares of each such class voted for and against the resolution, respectively.

CLASS (IF ANY)	VOTED FOR	VOTED AGAINST
----------------	-----------	---------------

STATE OF CALIFORNIA
COUNTY OF MARIN

Thomas E. Jackson
(President or Vice President (Circle One))
Joan A. Trombley
(Secretary or Assistant Secretary (Circle One))

I, CONSTANCE L FISCHER, a notary public in and for said State, do hereby certify that JOAN A TROMBLEY personally appeared before me, who, being first duly sworn, declared that he/she is the SECRETARY of DIAGNOSTEC INC, an Alabama corporation, that he/she executed the foregoing document on behalf of the corporation and that the statements contained therein are true and correct. Dated this 22 day of DECEMBER, 19 94.



Constance L. Fischer
Signature of Notary Public
My Commission expires 5-22-98
Inst # 1995-00127

Inst # 1995-00127
01/03/1995-00127
01:27 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
20.00
001 MCD