

ARTICLES OF DISSOLUTION

OF

WEATHERLY JOINT VENTURE, L.L.C.
AN ALABAMA LIMITED LIABILITY COMPANY

The undersigned, who are all of the Members of Weatherly Joint Venture, L.L.C., (the "Company"), do hereby adopt the following ARTICLES OF DISSOLUTION OF WEATHERLY JOINT VENTURE, L.L.C., an Alabama Limited Liability Company, by unanimous written consent of all of the Members of the Company, effective on the 8TH day of MARCH, 1995.


(1) The name of the limited liability company is Weatherly Joint Venture, L.L.C..

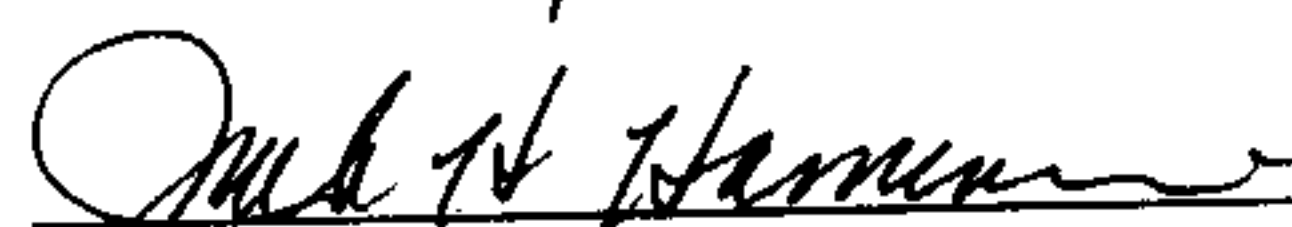
(2) The date of filing of the Articles of Organization of said Company was December 8, 1993 and recorded in Real Volume 9316, page 4063 in the Probate Office of Jefferson County, Alabama, and in Instrument #1993-41435 in the Probate Office of Shelby County, Alabama, and amended by Instrument recorded in Real Volume 9316, Page 7362 in the Probate Office of Jefferson County, Alabama.

(3) That the said limited liability company has ceased to do business and owns no real or personal property of any kind and owes no debts, and the undersigned, who are all the Members of the Company, desire to dissolve said Limited Liability Company, as provided by Section 10-12-37 et seq., Code of Alabama, 1975 and by Section 7.1.(a)(i) of the Operating Agreement of the Company.

(4) The Dissolution shall become effective on the 8TH day of MARCH, 1995.

IN WITNESS WHEREOF, each of the undersigned, who are all of the Members of the Company, have adopted the foregoing Articles of Dissolution by unanimous written consent effective as of the date set forth above, as evidenced by their execution of this instrument below.


Thomas J. Thornton


Jack H. Harrison

1

Return To:
Alabama Title Co., Inc.

04/06/1995-08853
10:30 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 HCD 20.00

1995-08853

Patrick A. Thornton
Patrick A. Thornton

Greg Gilbert
Greg Gilbert

WEATHERLY INVESTMENT GROUP, L.L.C.

By: Thomas J. Thornton
Thomas J. Thornton, Managing
Member

By: Patrick A. Thornton
Patrick A. Thornton, Managing
Member

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Thomas J. Thornton, whose name is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me this day, that, being informed of the contents of the foregoing Articles of Dissolution, he, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 8th day of March,
1995.

B. Lynn McLaughly
Notary Public 7-15-95

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Jack H. Harrison, whose name is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me this day, that, being informed of the contents of the foregoing Articles of Dissolution, he, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this ____ day of _____,
1995.

B. Lynn McLaughly
Notary Public 7-15-95

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Patrick A. Thornton, whose name is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me this day, that, being informed of the contents of the foregoing Articles of Dissolution, he, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 8th day of March, 1995.

B. Lynn McLaughly
Notary Public 7-15-95

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Greg Gilbert, whose name is signed to the foregoing Articles of Dissolution, and who is known to me, acknowledged before me this day, that, being informed of the contents of the foregoing Articles of Dissolution, he, executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 8th day of March, 1995.

B. Lynn McLaughly
Notary Public 7-15-95

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Thomas J. Thornton, and Patrick A. Thornton, as Managing Members of Weatherly Investment Group, L.L.C., an Alabama Limited Liability Company are signed to the foregoing Articles of Dissolution, and who are known to me, acknowledged before me this day, that, being informed of the contents of the foregoing Articles of Dissolution, they, as such Managing Members, with full authority to do so, executed the same voluntarily for and as the act of said Limited Liability Company.

Given under my hand and seal this 8th day of March, 1995.

B. Lynn McLaughly
Notary Public 7-15-95

wjv-dis

04/08/1995-08853
10:30 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 HCD 20.00