

This Instrument Prepared By:
Dale B. Stone, Esq.
Sirote & Permutt, P.C.
2222 Arlington Avenue South
Birmingham, Alabama 35205

STATE OF ALABAMA)
COUNTY OF SHELBY)

ARTICLES OF DISSOLUTION
OF
THE J. A. BROWN FOUNDATION

The undersigned, Jadie A. Brown, Jr., as President, and Ralph W. Sears, as Secretary, of The J. A. Brown Foundation, a nonprofit corporation organized and existing under the laws of the State of Alabama, hereby certify that, in accordance with Ala. Code § 10-3A-140 (1975), a Statement of Intent to Dissolve the Corporation was duly filed in the Office of the Judge of Probate of Shelby County, Alabama, and in connection therewith we do make the following further statements:

- (a) The name of the Corporation is The J. A. Brown Foundation.
- (b) A Statement of Intent to Dissolve the Corporation was filed on the 29th day of December, 1995, in the Office of the Judge of Probate of Shelby County, Alabama.
- (c) That all known debts, obligations and liabilities of the Corporation have been paid and discharged, or adequate provision has been made therefor.
- (d) No Plan of Distribution was adopted by the Corporation.
- (e) That pursuant to Article IV of the Articles of Incorporation of the Corporation and in accordance with the provisions of Ala. Code § 10-3A-1, et al., all of the remaining property and assets of the Corporation have been distributed exclusively to charitable,

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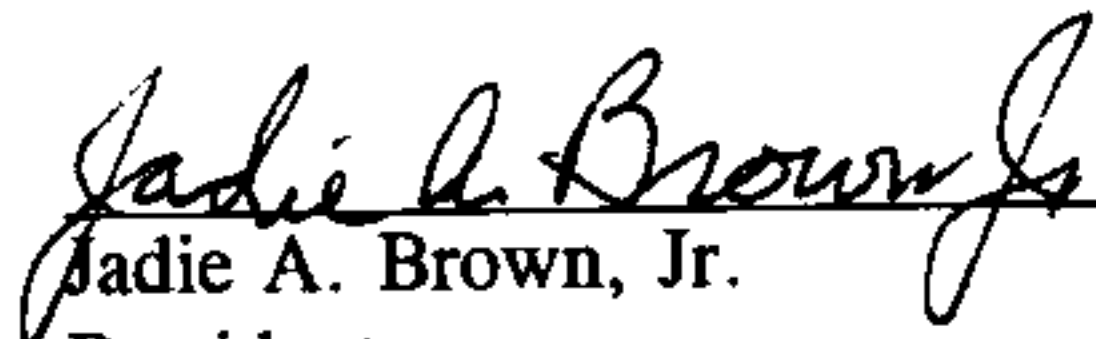
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religious, scientific, literary or educational organizations qualifying under the provisions of Section 501(c) (3) of the Internal Revenue Code and its Regulations.

(f) That there are no suits pending against the Corporation in any Court.

We further certify that the within Articles of Dissolution are being filed in the Office of the Judge of Probate of Shelby County, Alabama, for the purpose of effecting such dissolution in accordance with the requirements of Ala. Code § 10-3A-145 (1975).

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 28th day of December, 1995.

 (SEAL)
Jodie A. Brown, Jr.
President

 (SEAL)
Ralph W. Sears
Secretary

VERIFICATION

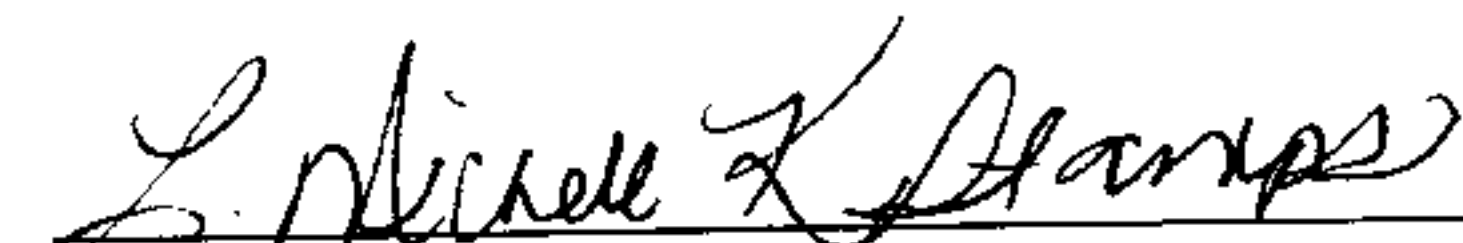
I, Jadie A. Brown, Jr., President of The J. A. Brown Foundation, do hereby verify that the above and foregoing instrument represents Articles of Dissolution of said Corporation, and that all of the statements, facts and matters referred to therein are true and correct as therein set forth.

This 28th day of December, 1995.



Jadie A. Brown, Jr.
President

Sworn to and subscribed before
me on this 28th day of
December, 1995.



Notary Public

My Commission Expires: 5-17-99

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