

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 10-2B-14.01 OF THE CODE OF ALABAMA
OF FIRST HOMEOWNERS INSURANCE SERVICES, INC.

Pursuant to the provision of Section 10-2B-14.01 of the Code of Alabama, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation is First Homeowners Insurance Services, Inc.

SECOND: A statement of the intent to dissolve the corporation was filed with the Judge of Probate of Shelby County on the ____ day of _____, 1997.

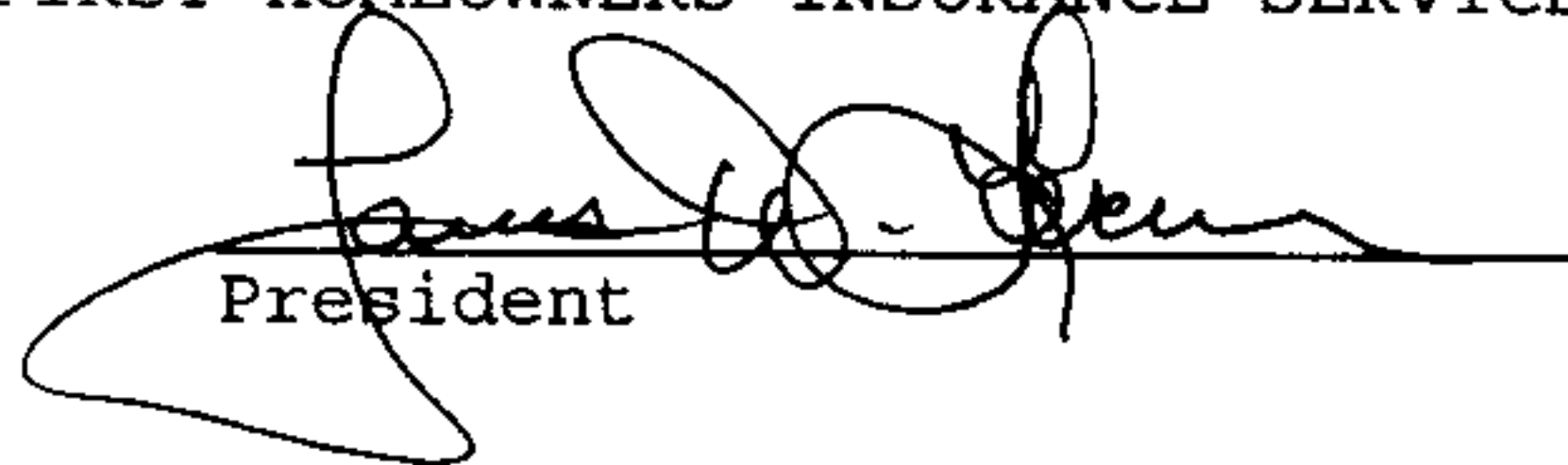
THIRD: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FOURTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

FIFTH: There are no suits pending against the corporation in any Court.

Dated this the 22 day of December, 1997.

FIRST HOMEOWNERS INSURANCE SERVICES, INC.


President

12/31/1997-42594
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SHELBY COUNTY JUDGE OF PROBATE
002 HEL 30.00

Inst # 1997-42594

VERIFICATION

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a notary public, do hereby certify that on this the 22 day of December, 1997 personally appeared before me James D. Garner who, being by me first duly sworn, declared that he is the President of First Homeowners Insurance Services, Inc., that he signed on the foregoing document as President of the corporation, and that the statements therein contained are true.

Dorine Motterly
Notary Public

Inst # 1997-42594

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SHELBY COUNTY JUDGE OF PROBATE
002 NEL 30.00