

STATEMENT OF INTENT TO DISSOLVE

Pursuant to the provisions of Section 10-3A-140, Code of Alabama, 1975, the undersigned **NON-PROFIT** corporation submits the following Statement of Intent to Dissolve such corporation.

FIRST: The name of the corporation is: South City Theatre Company

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

NAME	OFFICE	ADDRESS
<u>Alan Gardner</u>	PRESIDENT	<u>613 11th Avenue SW. Alabaster AL 35007</u>
<u>Francie Gark</u>	VICE PRESIDENT	<u>Same</u>
<u>Charlotte Hilder</u>	SECRETARY	<u>623 Vally View Drive Alabaster AL 35124</u>
<u>Alan Gardner</u>	TREASURER	<u>613 11th Avenue SW. Alabaster AL 35007</u>

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

<u>Alan Gardner</u>	<u>613 11th Avenue SW. Alabaster AL 35007</u>
<u>Francie Gark</u>	<u>Same</u>
<u>Charlotte Hilder</u>	<u>623 Vally View Drive Alabaster AL 35124</u>

FOURTH: If the members are entitled to vote, attach a statement setting forth the date of the meeting of members at which resolution to dissolve was adopted, that a quorum was present and such resolution received at least two-thirds of the votes or a statement that such resolution was adopted by a consent in writing signed by all members entitled to vote.

FIFTH: If there are no members or no members entitled to vote thereon, attach a statement of such fact, that of the meeting of the board of directors at which the resolution to dissolve was adopted and a statement of the fact that such resolution received the vote of a majority of the directors in office.

STATE OF Alabama
COUNTY OF Shelby

Charlotte Hilder
President or Vice President (Circle One)

Charlotte Hilder
Secretary or Assistant Secretary (Circle One)

I, Melba J. Smith, a notary public in and for said State, do hereby certify that Alan Gardner personally appeared before me, who, being first duly sworn, declared that he/she is the President of South City Theatre Co., 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 15 day of Feb, 19 99.

02/15/1999-06411
12:40 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 WMS 20.00

Melba J. Smith
Signature of Notary Public

My Commission expires July 31 2001

11490-6661 1999-06411