

# STATE OF ALABAMA

## DOMESTIC FOR-PROFIT CORPORATION ARTICLES OF DISSOLUTION

### INSTRUCTIONS:

STEP 1: FILE ORIGINAL AND TWO COPIES WITH THE JUDGE OF PROBATE IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF INCORPORATION ARE FILED WITH SECRETARY OF STATE AND JUDGE OF PROBATE FEES ATTACHED. THE JUDGE OF PROBATE'S FILING FEE IS \$10 AND THE SECRETARY OF STATE'S FILING FEE IS \$20.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED FOR-PROFIT CORPORATION SUBMITS THE FOLLOWING ARTICLES OF DISSOLUTION.

- Article I** The name of the corporation:  
M & B Auto Sales Inc.
- Article II** The dissolution was authorized on December 1, 2000.
- Article III** The total number of shareholder votes entitled to be cast is 50. The number of shareholder votes for the dissolution was 50 and the number of shareholder votes against the dissolution was 0.
- Article IV** If voting by groups, the information required by **Article III** above must be separately provided for each group entitled to vote.
- Article V** If the dissolution was approved by written consent of all shareholders, a statement to that effect may be substituted for requirements in **Articles III & IV** above when a copy of such signed consent is attached.

12/1/00  
Date

Steven W. Mitchell, President  
Type or Print Corporate Officer's Name and Title  
Steven W. Mitchell  
Signature of Officer

Inst # 2000-41860

12/05/2000-41860  
03:51 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
002 MMB 30.00

**Minutes of Board of Directors Meeting**  
**December 1, 2000**  
**M & B Auto Sales, Inc.**

Today, a meeting was held of the Board of Directors of the above referenced corporation at its corporate headquarters at 105 Anchor Circle, Alabaster, AL 35007. Present at the meeting were:

<u>Shareholder</u>	<u>Title</u>	<u>Shares Owned</u>
Steven W. Mitchell	President	49
Barbara A. Lewis	Secretary	1

The aforementioned officers hold all of the corporation's outstanding shares. The ownership of said shares is set forth above.

The President called the meeting to order at 9:00 am, and stated that the order of business consisted of ratifying the attached *Articles of Dissolution*. The Secretary made a motion to approve the dissolution. The President concurred with that motion, and a vote was held. The shareholders voted unanimously to approve the dissolution. The shareholders also agreed to publish a notice of said dissolution in *The Birmingham News*, with said notice to be published one time as required in Ala. Code 1975, Section 1--2B-14.07. The notice will be published in the Sunday, December 10, 2000 edition.

There being no further business, the meeting was adjourned at 9:30 am.

Signed this 1st Day of December, 2000.

Steven W. Mitchell

Printed Name of Officer



Signature of Officer

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