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ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 10-2B-14.03
OF THE CODE OF ALABAMA OF
GMW ONE, INC.

Pursuant to the provisions of Section 10-2B-14.03 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 GMW One, Inc.

SECOND: The dissolution was authorized on December 27, 2000.

THIRD: The dissolution was approved by written consent of the sole shareholder of the corporation under Section 10-2B-14.02(f). A copy of the written consent signed by the sole shareholder of the corporation is attached hereto and made a part hereof.

Dated as of the 27th day of December, 2000.

GMW ONE, INC.

By: Susan P. Wilder
Susan P. Wilder
Its Chairman of the Board

This instrument prepared by:
John W. Gant, Jr.
Walston, Wells, Anderson & Bains, LLP
Financial Center
505 20th Street North, Suite 500
Birmingham, Alabama 35203
Telephone: (205) 251-9600

* 2001-01332

01/11/2001-01332
03:43 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MMB 30.00

CONSENT OF SOLE SHAREHOLDER TO DISSOLVE
GMW ONE, INC.
PURSUANT TO SECTION 10-2B-14.02(f)
OF THE CODE OF ALABAMA

The undersigned, constituting the sole shareholder of GMW One, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Alabama, hereby consents to the dissolution of said Corporation in accordance with the provisions of Section 10-2B-14.02(f) of the Code of Alabama.

IN WITNESS WHEREOF, the undersigned has set its hand and seal as of the 27th day of December, 2000.

ESTATE OF GEOFFREY M. WILDER

By: Susan P. Wilder
SUSAN P. WILDER, Executor

By: James H. Livings
JAMES H. LIVINGS, Executor

State of Alabama - Jefferson County
I certify this instrument filed on:

2000 DEC 28 A.M. 10:19

Recorded and \$ Mtg. Tax

and \$ Deed Tax and Fee Amt.

\$ 11.00 Total \$ 11.00

GEORGE R. REYNOLDS, Judge of Probate



Inst # 200014/9744

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