

STATE OF ALABAMA
SHELBY COUNTY

IN THE PROBATE COURT OF
SHELBY COUNTY, ALABAMA

CASE NO. _____

**ARTICLES OF DISSOLUTION OF ELKINS ENTERPRISES, L.L.C.,
A LIMITED LIABILITY COMPANY**

Pursuant to **Section 10-12-37, Code Of Alabama, 1975**, as last amended, the undersigned hereby adopt the following **Articles of Dissolution** to dissolve forever that certain limited liability company known as **Elkins Enterprises, L.L.C.**

ARTICLE I.

1. That the name of the limited liability company to be dissolved is **Elkins Enterprises, L.L.C.**

ARTICLE II.

2. That **Elkins Enterprises, L.L.C.** was formed on September 30th, 1999, by Kenneth W. Elkins and Bryan A. Elkins.

ARTICLE III.

3. That the purpose of said association was for the general purpose of operating a liquor store and such other, further and different purpose as stated in the Articles of Organization or allowed under Alabama Limited Liability Act.

ARTICLE IV.

4. That the **Articles of Organization of Elkins Enterprises, L.L.C.** were filed in the Office of the Judge of Probate of Shelby County, Alabama on September 30th, 1999 and recorded as instrument # 1999-40736.

ARTICLE V.

5. That all creditors of **Elkins Enterprises, L.L.C.** have been paid and there are not any debts outstanding at this time for which **Elkins Enterprises, L.L.C.** is liable and/or where its members Kenneth W. Elkins and Bryan A. Elkins are liable, due to their association through **Elkins Enterprises, L.L.C.**

ARTICLE VI.

6. That all property which may have been owned by **Elkins Enterprises, L.L.C.** has been properly divided and transferred to its members, Kenneth W. Elkins and Bryan A. Elkins.

ARTICLE VII.

7. That all the business of **Elkins Enterprises, L.L.C.**, as specified in its operating agreement, has been concluded and there is not any reason to preserve the business to prosecute and defend actions and proceedings, whether civil, criminal or administrative; nor to settle and close the limited liability company's business; nor to distribute the assets of the limited liability company pursuant to law; nor to perform any other necessary and/or appropriate act whatsoever.

Inst # 2001-05164

Page 1

02/14/2001-05164
09:20 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MIB 20.00

ARTICLE VIII.

8. That the effective date of these **Articles of Dissolution** shall be on the date said articles are filed for record in the Office of the Judge of Probate of Shelby County, Alabama.

ARTICLE IX.

9. That there are no known claims for which **Elkins Enterprises, L.L.C.** is liable, nor are there any known claims for which its members, Kenneth W. Elkins and Bryan A. Elkins are liable as a result of being members of **Elkins Enterprises, L.L.C.**

ARTICLE X.

10. That the written consent of all the members of **Elkins Enterprises, L.L.C.** to dissolve said limited liability company is attached hereto and incorporated herein as **Exhibit "A"**.

Dated this the 10 day of Feb., 2001.

Witness:

Brylan B. Elkins

Kenneth W. Elkins
Kenneth W. Elkins
Member-Manager

Witness:

Brylan B. Elkins

Bryan A. Elkins
Bryan A. Elkins
Member-Manager

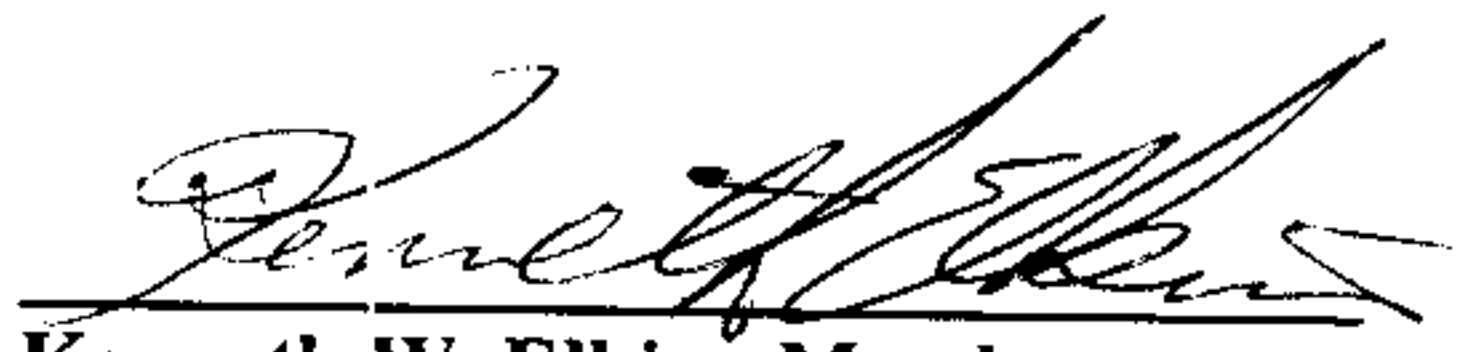
EXHIBIT "A"

CONSENT OF ALL MEMBERS TO DISSOLVE ELKINS ENTERPRISES,
L.L.C, PURSUANT TO SECTION 10-12-37, CODE OF ALABAMA 1975,
AS LAST AMENDED

Comes, **Kenneth W. Elkins and Bryan A. Elkins**, as members of **Elkins Enterprises, L.L.C.** and hereby enter their written consent to dissolve said limited liability company and as grounds thereof would state:

1. That the business of **Elkins Enterprises, L.L.C.** is concluded.
2. That all creditors of **Elkins Enterprises, L.L.C.** have been paid and there are not any known debts or claims of **Elkins Enterprises, L.L.C.** outstanding at this time.
3. That there is not any reason whatsoever to keep **Elkins Enterprises, L.L.C.** a viable business entity.
4. That **Kenneth W. Elkins and Bryan A. Elkins** desire that **Elkins Enterprises, L.L.C.** be legally dissolved by the preparation of Articles of Dissolution for **Elkins Enterprises, L.L.C.** and each of them give **Kenneth W. Elkins and Bryan A. Elkins** full legal authority to do whatever acts are necessary to legally dissolve **Elkins Enterprises, L.L.C.**

Dated this the 10 day of Feb., 2001.

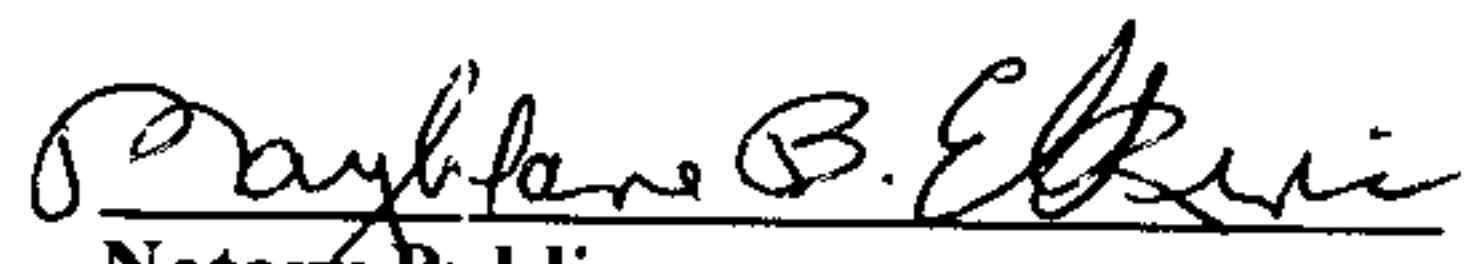

Kenneth W. Elkins-Member

Bryan A. Elkins-Member

STATE OF ALABAMA
Chilton COUNTY

Before me the undersigned authority in and for said county and state appeared **Kenneth W. Elkins**, who is known to me and upon first being informed of the contents of the "**Consent Of All Members To Dissolve Elkins Enterprises, L.L.C.**" signed the consent voluntarily on the date the same bears date.

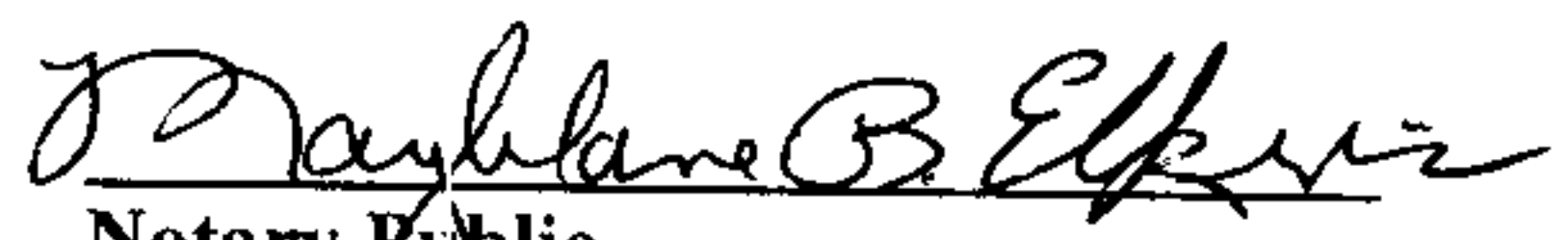
Dated this the 10 day of Feb., 2001.


Notary Public

STATE OF ALABAMA
Chilton COUNTY

Before me the undersigned authority in and for said county and state appeared **Bryan A. Elkins**, who is known to me and upon first being informed of the contents of the "**Consent Of All Members To Dissolve Elkins Enterprises, L.L.C.**" signed the consent voluntarily on the date the same bears date.

Dated this the 10 day of Feb., 2001.


Notary Public