

**STATE OF ALABAMA****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.  
Employee Benefit Specialists, Inc.
- Article II** The dissolution was authorized on 12 Dec/31, 2001
- Article III** The total number of shareholder votes entitled to be cast is 1. The number of shareholders voting for the dissolution was 1 and the number of shareholders voting against the dissolution was 0.
- Article IV** If voting by groups, the information required by 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 III & IV above when a copy of such signed consent is attached.

12/31/01  
Date

MONIQUE E. HAHN, PRESIDENT  
Type or Print Corporate Officer's Name and Title  
Monique E. Hahn  
Signature of Officer

Inst # 2002-18422

REV8/96

04/22/2002-18422  
09:25 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
001 HSB 30.00