

This instrument was prepared by:

✓ Laurie Boston Sharp (File)
ALLISON, MAY, ALVIS, FUHRMEISTER,
KIMBROUGH & SHARP, LLC
1300 Corporate Drive
Birmingham, Alabama 35242

ARTICLES OF DISSOLUTION

OF

J & W PARTNERS , LLC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act and Section 10-12-37 of this Act, the undersigned domestic limited liability company submits the following Articles of Dissolution:

ARTICLE I

The name of the limited liability company is J & W PARTNERS, L.L.C.

ARTICLE II

The date of filing of the articles of organization was September 20, 1999.

ARTICLE III

The reason for the filing of the articles of dissolution is that the real estate to be developed pursuant to this limited liability company has been sold.

ARTICLE IV

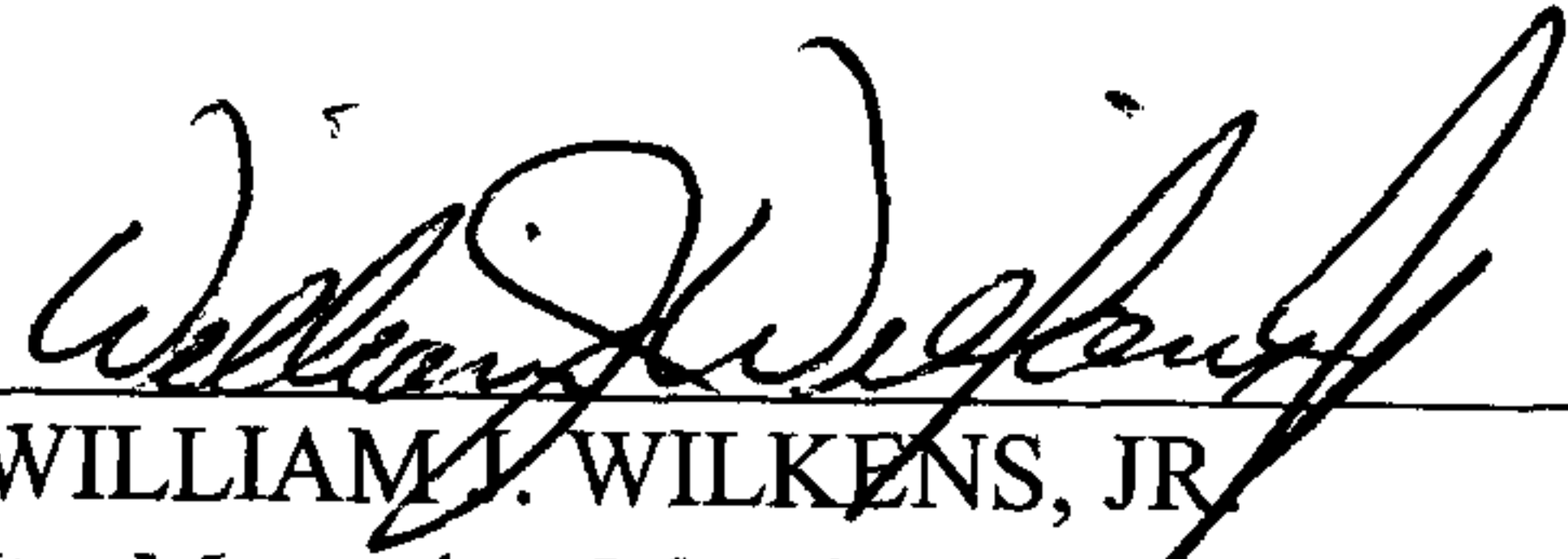
The dissolution was approved by the written consent of all members and effective on August 8, 2002, a copy of said consent, signed by all the members, being hereto attached.


ARTICLE V

All known debts, obligations and liabilities of the limited liability company have been paid and discharged, or adequate provision has been made therefor.

DATED the 8th day of August, 2002.

J & W PARTNERS, LLC.

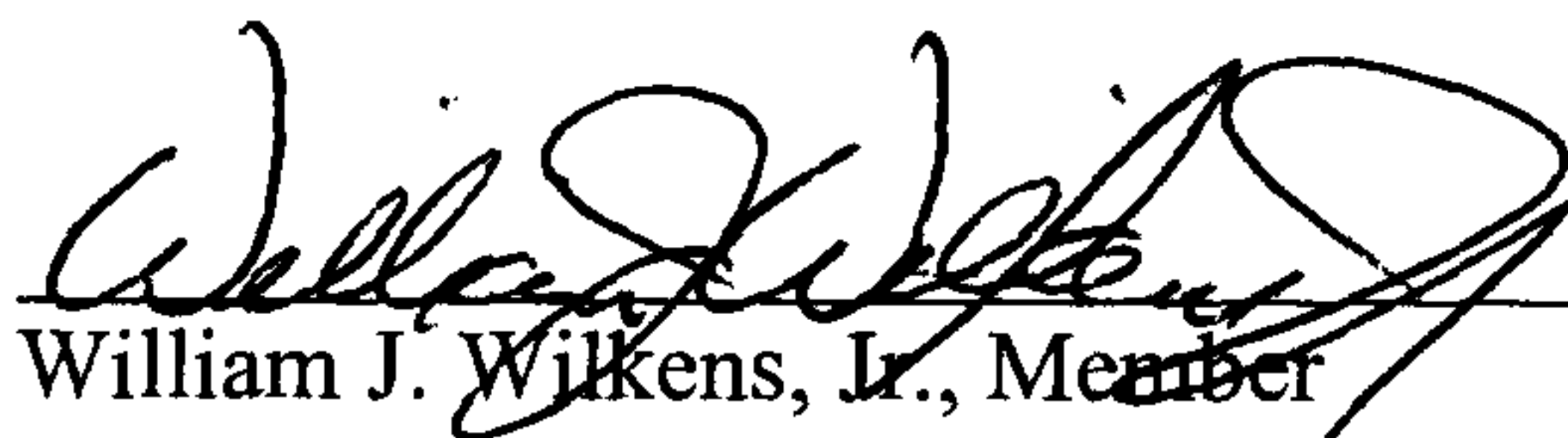
By: 
WILLIAM J. WILKENS, JR.
Its: Managing Member

By: 
LOUIS DOUG JOSEPH
Its: Managing Member

CONSENT OF MEMBERS TO DISSOLUTION
OF
J & W PARTNERS, LLC.

Pursuant to the provisions of the Alabama Limited Liability Company Act and Section 10-12-37 of this Act, the undersigned, being all of the members of J & W PARTNERS, LLC, a limited liability company organized and existing under the laws of the State of Alabama, hereby consent to the dissolution of said limited liability company, and do sign this Consent that it may be filed in the Office of the Judge of Probate of Shelby County, Alabama, as provided by law.

DATED this 8th day of August, 2002.


William J. Wilkens, Jr., Member


Louis Doug Joseph, Member