STATE OF ALABAMA

DOMESTIC NON-PROFIT CORPORATION

STATEMENT OF INTENT TO DISSOLVE & ARTICLES OF DISSOLUTION GUIDELINES

20061120000566730 1/6 \$25.00 Shelby Cnty Judge of Probate, AL 11/20/2006 01:25:02PM FILED/CERT

DEBORAH L. HORTON

NOTARY PUBLIC STATE AT LARGE

COMMISSION EXPIRES

MARCH 28, 2008

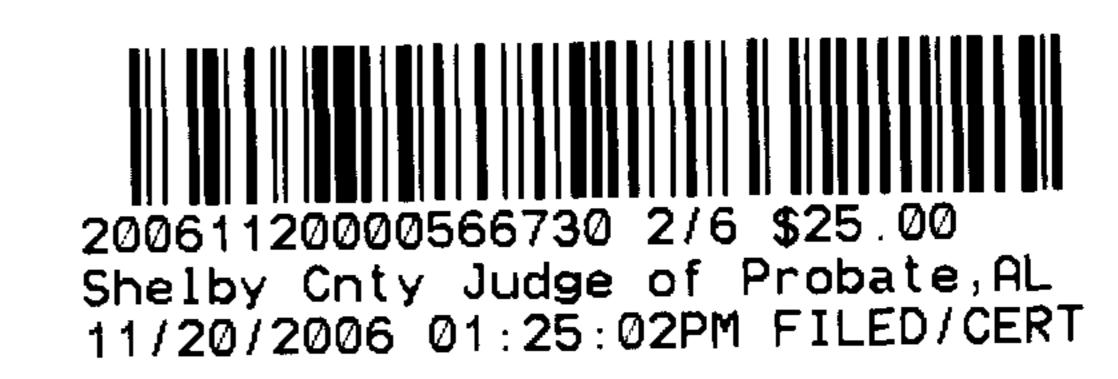
Instructions: (Please Type)

Rev. 4/2000

STEP 1: FILE ORIGINAL AND TWO COPIES WITH THE JUDGE OF PROBATE IN THE COUNTY WHERE THE NON-PROFIT CORPORATION'S ARTICLES OF INCORPORATION WERE FILED. ATTACH SECRETARY OF STATE AND JUDGE OF PROBATE FEES. THE JUDGE OF PROBATE'S COMBINED FILING FEE IS \$10. THE SECRETARY OF STATE'S FILING FEE IS \$0 FOR THE STATEMENT OF INTENT TO DISSOLVE & \$5 FOR THE ARTICLES OF DISSOLUTION.

Pursuant to 10-3A-140, Code of Alabama, 1975, the undersigned NON-PROFIT corporation submits the following Statement of Intent to Dissolve.

Statement I	The name of the corporation: North Project, Inc.
Statement II	Attach the names & addresses of the officers.
Statement III	Attach the names & addresses of the directors.
Statement IV	If the members are entitled to vote, attach a statement setting forth the date of the meeting of members at which a resolution to dissolve was adopted with a quorum present and at least a two-thirds vote. OR
	Attach a statement that such resolution was adopted by written consent of all members entitled to vote.
Statement V	If there are no members or no members are entitled to vote, attach a statement of this fact, stating the date of the Board of Directors meeting at which the resolution was adopted and that the resolution was adopted by a majority vote of the directors.
	Elisabeth Willis
President or	Vice President (Check one) Vice President (Check one)
Pursuant to 10-3A-144, Code of Alabama, 1975, the undersigned NON-PROFIT corporation submits the following Articles of Dissolution.	
Article 1	The name of the corporation: Youth Project, Inc.
Article II	The statement of Intent to Dissolve the corporation is being filed simultaneously with these Articles of Dissolution with the Judge of Probate of Shelby County on Mw. 200 66
Article III	All debts, obligations, and liabilities of the corporation have been paid and discharged or that adequate provisions have been made therefor.
Article IV	All remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of this chapter.
Article 7	There are no suits pending against the corporation in any court and adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.
A President or	
l, I Kradlait	beborak L. Hortow, a notary public in and for said State, do hereby certify that Willis /Elisabetk Willispersonally appeared before me, who being duly sworn, declared that he/she
	of the above named Alabama nonprofit corporation, that he/she executed the foregoing
document on b	ehalf of the corporation and that the statements contained therein are true and correct, thisday
of Maren	Mult , 2006.
Mane	suber 20th 2006 Signature of Notary/Commission Expiration
Date	Signature of Notal y/Continuesion Expiration



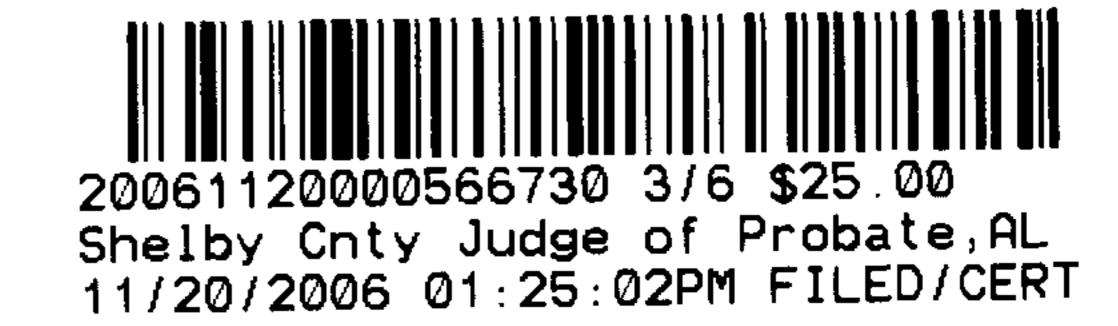
The Youth Project, Inc. 4701 Plantation Place S. Helena, AL 35080

Officers

Brad Willis – President/Executive Director 4701 Plantation Place S. Helena, AL 35080 205-620-1725

John Lowden – Vice President 119 Newgate Rd. Alabaster, AL 35007 205-621-1061

Lisa Willis – Secretary/Treasurer 4701 Plantation Place S. Helena, AL 35080 205-620-1725



The Youth Project, Inc. 4701 Plantation Place S. Helena, AL 35080

Board of Directors

Brad Willis 4701 Plantation Place S. Helena, AL 35080 205-620-1725

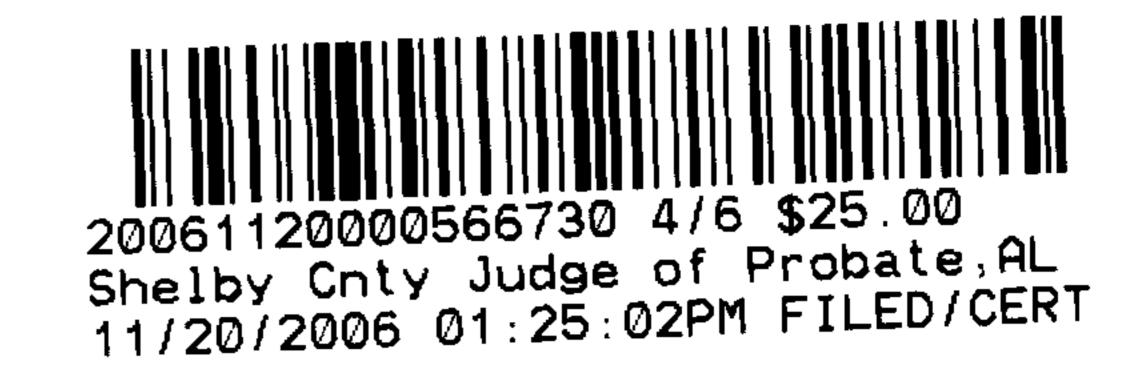
John Lowden 119 Newgate Rd. Alabaster, AL 35007 205-621-1061

Lisa Willis 4701 Plantation Place S. Helena, AL 35080 205-620-1725

Penny Lowden 119 Newgate Rd Alabaster, AL 35007 205-621-1061

Christian Sheetz
135 Buck Creek Dr.
Alabaster, AL 35007
205-222-9727

The Youth Project, Inc. P.O. Box 310 Helena, AL 35080



RE: Dissolution of Incorporation

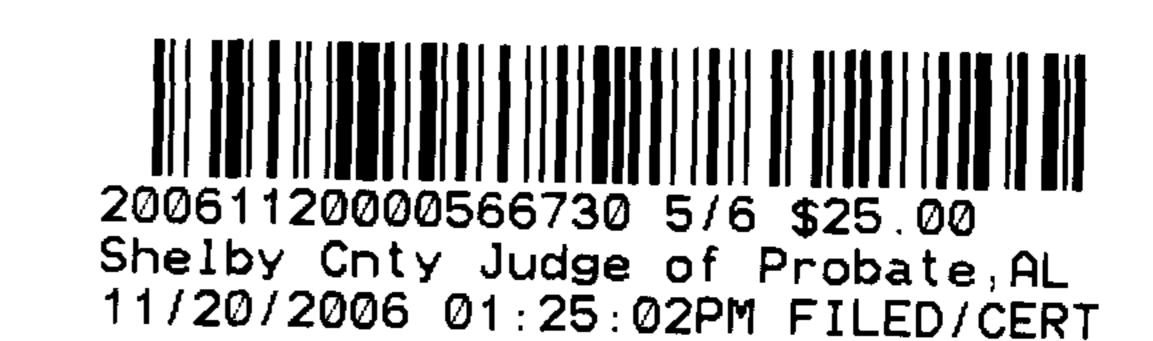
September 12, 2006

and the second second

A resolution to dissolve the incorporation of The Youth Project has been adopted by the written consent of all members entitled to vote.

Brad Willis, President

The Youth Project, Inc. P.O. Box 310 Helena, AL 35080



RE: Dissolution of Incorporation

September 11, 2006

Whereas it is the belief of the board of directors of The Youth Project that the original mission of the incorporation has been served and that new visions need to be accomplished through new organizations, the board of directors has agreed by written consent to file for the dissolution of incorporation for The Youth Project. The board of directors authorizes the president of the board of directors, Brad Willis, to file the article of dissolution. The agreement of the board of directors is evidenced by the signature of all board members below.

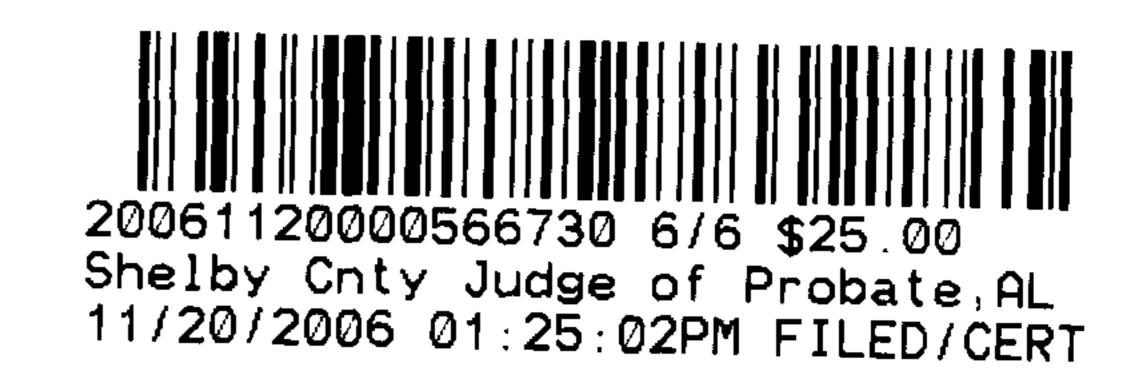
Brad Willis, President

John Lowden, Vice President

Elisabeth Willis, Secretary/Treasurer

Penny Lowden, Board Member

Christian Sheetz, Board Member



State of Alabama Shelby County

Certificate of Incorporation

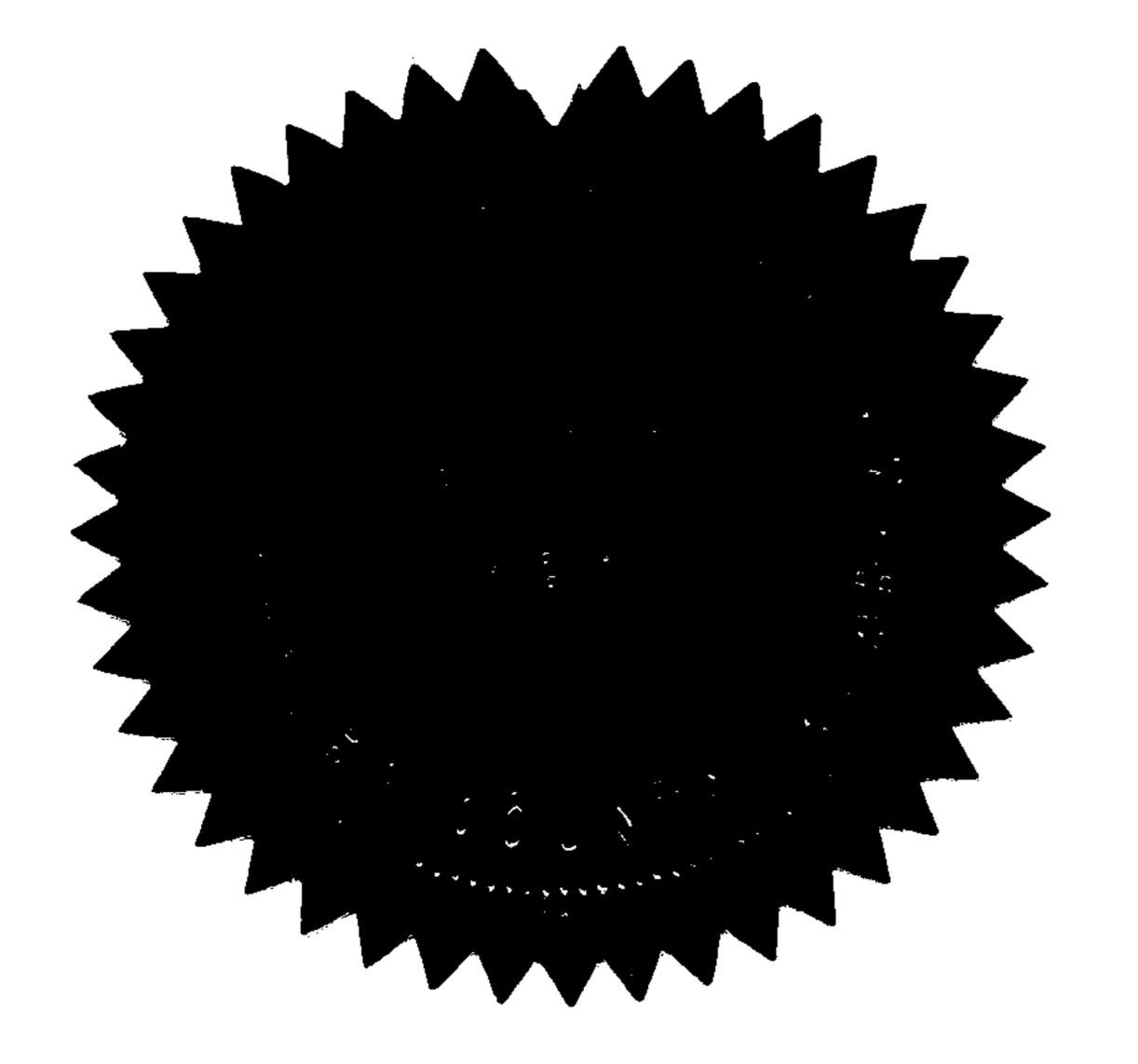
Of Youth Project, Inc.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Alabama Nonprofit Youth Project, Inc., duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in her by law, hereby issues this Certificate of Incorporation of Alabama Nonprofit Youth Project, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on this the 20th day of November 2006.

Hatricia George Francistes



Patricia Yeager Fuhrmeister Judge of Probate