

20090123000022090 1/2 \$30.00
Shelby Cnty Judge of Probate, AL
01/23/2009 12:37:49PM FILED/CERT

THIS INSTRUMENT WAS PREPARED
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1800 International Park Drive, Suite 10
Birmingham, Alabama 35243

STATE OF ALABAMA)
)
SHELBY COUNTY)

**ARTICLES OF DISSOLUTION
OF
G&W COMMUNICATIONS, INC.**

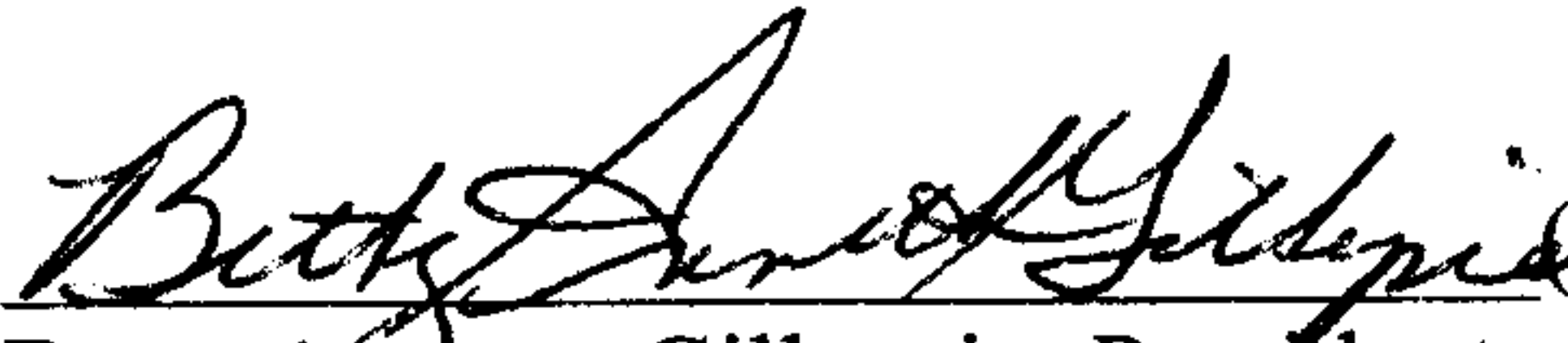
In accordance with Ala. Code §10-2B-14.02 (1975), I, Betty Annette Gillespie, as President of **G&W COMMUNICATIONS, INC.**, a corporation organized and existing under the laws of the State of Alabama, hereby state the following:

1. The name of the Corporation is G&W Communications, Inc.
2. The dissolution of the Corporation was authorized on December 1, 2008 by a Written Consent of the Shareholders.
3. The Written Consent authorizing the dissolution was signed by all of the Shareholders of the Corporation, and a copy of the Written Consent is attached hereto as Exhibit "A."

I further certify that these Articles of Dissolution are being filed in the Office of the Judge of Probate of Shelby County, Alabama, for the purpose of effecting such dissolution in accordance with the requirements of Ala. Code §10-2B-14.03 (1975).

I also certify that, in accordance with Ala. Code §10-2B-1.23, the dissolution of the Corporation shall be effective at the close of business on December 19, 2008.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 5th day of December, 2008.

 (SEAL)
Betty Annette Gillespie, President

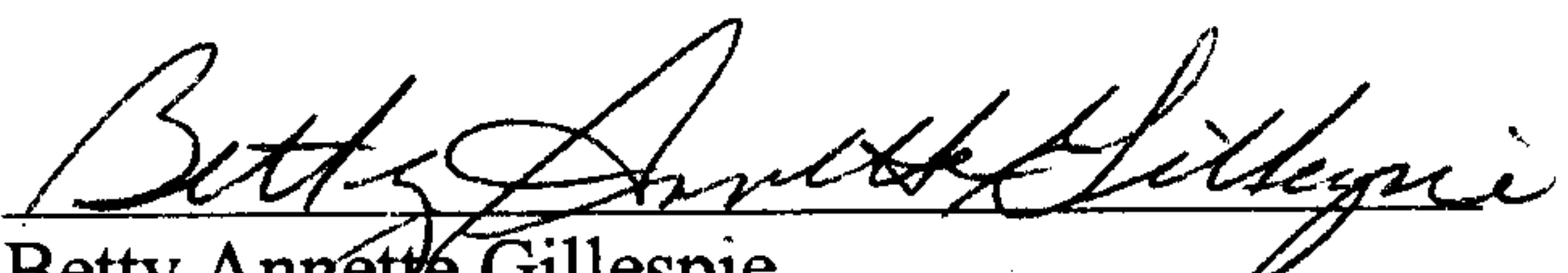
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EXHIBIT "A"

**WRITTEN CONSENT OF
ALL OF THE SHAREHOLDERS TO DISSOLUTION
OF
G&W COMMUNICATIONS, INC.**

The undersigned, being all of the Shareholders of **G&W COMMUNICATIONS, INC.**, an Alabama Corporation, pursuant Ala. Code §10-2B-14.02 (1975) hereby consent to the dissolution of the Corporation and authorize an Officer of the Corporation to execute Articles of Dissolution, and to file the same in the Office of the Judge of Probate of Shelby County, Alabama, and to take such other and further action as may be necessary to carry out the provisions of said Act in order to effect the ultimate dissolution of the Corporation.

Done this 1st day of December, 2008.


Betty Annette Gillespie

(BEING ALL OF THE SHAREHOLDERS
OF THE CORPORATION)