

STATE OF ALABAMA
DOMESTIC FOR-PROFIT CORPORATION
ARTICLES OF DISSOLUTION

20091022000398530 1/2 \$30.00
Shelby Cnty Judge of Probate, AL
10/22/2009 02:20:42 PM FILED/CERT

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:
Marketing Solutions, Inc.
- Article II** The dissolution was authorized on October 15, 2009.
- Article III** The total number of shareholder votes entitled to be cast is 5. The number of shareholder votes for the dissolution was 5 and the number of shareholder votes against the dissolution was 0.
- Article IV** If voting by groups, the information required by **Article 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 in **Articles III & IV** above when a copy of such signed consent is attached.

10/15/2009
Date

Printed Name and Business Address of Person Preparing this Document:

Josh Dennis
Po Box 380847
Birmingham AL 35238-0847

Josh Dennis President
Type or Print Corporate Officer's Name and Title

[Signature]
Signature of Officer



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**WRITTEN CONSENT OF THE
STOCKHOLDERS OF
MARKETING SOLUTIONS, INC.
(In Lieu of Special Meeting)**

The undersigned, being all of the Stockholders of **MARKETING SOLUTIONS, INC.**, an Alabama corporation ("Corporation"), do hereby consent in writing, in lieu of a meeting, to the adoption of the following resolutions:

WHEREAS, the undersigned Stockholders of the Corporation deem it advisable and in the best interests of the Corporation that the Corporation be liquidated and dissolved;

NOW, THEREFORE, BE IT RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute Articles of Dissolution and to cause such Articles of Dissolution to be filed with the Alabama Secretary of State, and to do all other things necessary or convenient to effectuate the liquidation and dissolution of the Corporation and to take such steps as may be necessary or convenient to carry these resolutions into effect; and

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized to perform such acts and directed to execute any and all forms, reports and returns required by any federal, state or local government in connection with or by reason of the liquidation and dissolution of the Corporation (including Internal Revenue Service Form 966) and any and all other forms, reports and returns as are deemed necessary on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned, comprising all of the Stockholders of the Corporation, hereby approve, ratify and confirm the foregoing Resolutions

DATED: October 15, 2009

Neal Packard

Josh Dennis

Jay Stapp

Jim Davidson

Tom Leonelli

Being Stockholders of
Marketing Solutions, INC.