

# STATE OF ALABAMA

## DOMESTIC NON-PROFIT CORPORATION

### STATEMENT OF INTENT TO DISSOLVE & ARTICLES OF DISSOLUTION GUIDELINES



20100527000168350 1/4 \$25.00  
Shelby Cnty Judge of Probate, AL  
05/27/2010 11:52:05 AM FILED/CERT

#### INSTRUCTIONS: (PLEASE TYPE)

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:

VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, 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.

Phyllis Garrett French  
☒ President or ☐ Vice President (Check one)

Linda Major  
☒ Secretary or ☐ Assistant Secretary (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:

VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, 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                     , 2010.

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 V 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.

Phyllis Garrett French  
☒ President or ☐ Vice President (Check one)

Linda Major  
☒ Secretary or ☐ Assistant Secretary (Check one)

I, Samantha Bristow Rush, a notary public in and for said State, do hereby certify that PHYLLIS GARRETT FRENCH personally appeared before me, who being duly sworn, declared that he/she is the President of the above named Alabama nonprofit corporation, that he/she executed the foregoing document on behalf of the corporation and that the statements contained therein are true and correct, this 4<sup>th</sup> day of May, 2010.

5/4/2010  
Date

Rev. 4/2000

Samantha Bristow Rush  
Signature of Notary/Commission Expiration  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: Nov 2, 2011  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

**ARTICLES OF DISSOLUTION  
PURSUANT TO SECTION 10-3A-144  
OF THE CODE OF ALABAMA  
OF**

**VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC.**

Pursuant to the provisions of Section 10-3A-144 of the Code of Alabama, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation:

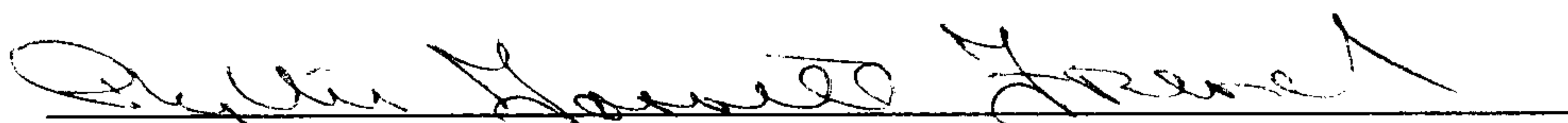
**FIRST:** The name of the Corporation is Vignette Club Scholarship Support Fund, Inc.

**SECOND:** The dissolution of the corporation was authorized on the \_\_\_\_ day of May, 2010 pursuant to the provisions of Section 10-3A-144 of the Code of Alabama.

**THIRD:** The dissolution was approved by the unanimous vote of the Board of Directions. A copy of the Unanimous Written Consent in Lieu of Special Meeting of the Board of Directors of the Corporation approving the dissolution of the Corporation is attached.

**IN WITNESS WHEREOF**, the Corporation has caused these Articles of Dissolution to be executed by its authorized officer effective this the \_\_\_\_ day of May, 2010.

**VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC.**

  
**PHYLLIS GARRETT FRENCH**  
President

**STATE OF ALABAMA    )**  
**SHELBY COUNTY        )**

I, the undersigned, a Notary Public, do hereby certify that this the 4<sup>th</sup> day of May, 2010, personally appeared **PHYLLIS GARRETT FRENCH**, as President of **VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC.** who after being by me first duly sworn, declared that she signed the foregoing instrument as and for the official act of the corporation, that she signed it voluntarily, and that the statement herein contained are true and correct.

  
Notary Public  
My Commission Expires Nov 2, 2011  
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: Nov 2, 2011  
BONDED THRU NOTARY PUBLIC UNDERWRITERS



**ACTION BY UNANIMOUS WRITTEN CONSENT  
IN LIEU OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC.**

Pursuant to the provisions of Section 10-2A-140 of the Code of Alabama (1975, as amended), all of the directors of the Vignette Club Scholarship Support Fund, Inc. adopt the following resolution by unanimous written consent:

**RESOLVED**, that there are no members of the Vignette Club Scholarship Support Fund, Inc., and

**RESOLVED**, that the President be authorized, and she hereby is, to instruct legal counsel for the corporation to prepare the necessary documents for the dissolution of the corporation effective the 4<sup>th</sup> day of May, 2010, and

**RESOLVED**, that the President be and she hereby is authorized to see that all the documents are executed by the proper officer and/or director, and to see that after execution the documents are recorded with the Office of the Judge of Probate of Shelby County, Alabama. After said recording, the President is to see that the Articles are spread upon the corporate records for the official act of the corporation.

**IN WITNESS WHEREOF**, the undersigned have hereunto set forth their signatures effective the 4<sup>th</sup> day of May, 2010.

DIRECTORS:

Daphne Lamette French  
Carol H. Hill  
Linda Major  
Phoebe D. Robinson  
Layden Jeffries

# State of Alabama Shelby County

## Certificate of Dissolution

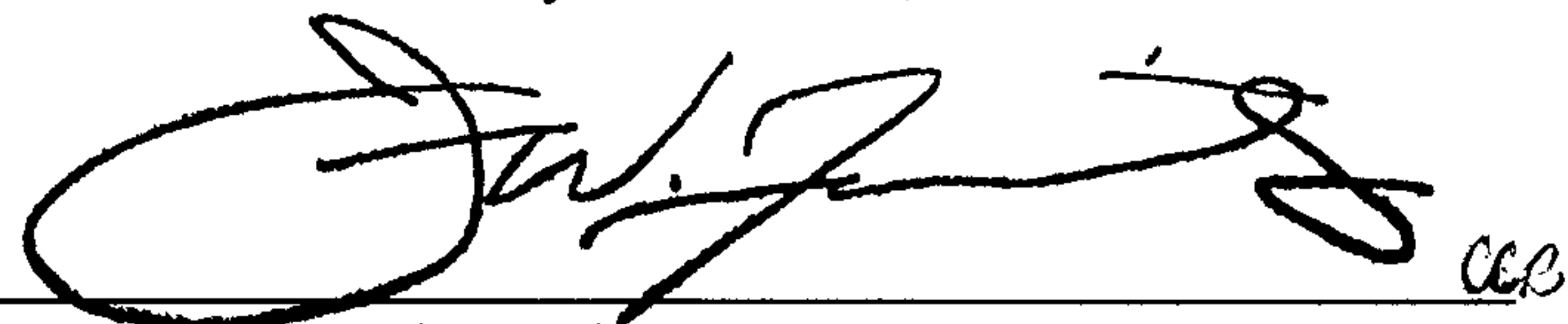
### Of VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC.

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The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Dissolution of VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, 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 him by law, hereby issues this Certificate of Dissolution of VIGNETTE CLUB SCHOLARSHIP SUPPORT FUND, INC., and attaches hereto a duplicate original of the Articles of Dissolution.

Given under my hand and Official Seal on  
this the 27TH day of MAY, 2010



James W. Fuhrmeister  
Judge of Probate

