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Shelby Cnty Judge of Probate, AL
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ARTICLES OF DISSOLUTION

of

MARRAY-ASH PLAZA, INC.

Pursuant to Title 10, Chapter 15 of the Code of Alabama, 1975, as amended, (the “Alabama Business Entities Conversion and Merger Act”), MarRay-Ash Plaza, Inc., an Alabama corporation (the “Corporation”), hereby adopts the following Articles of Dissolution for the purpose of terminating the existence of the Corporation in connection with the conversion to an Alabama limited liability company:

FIRST: The name of the Corporation is:

MarRay-Ash Plaza, Inc.

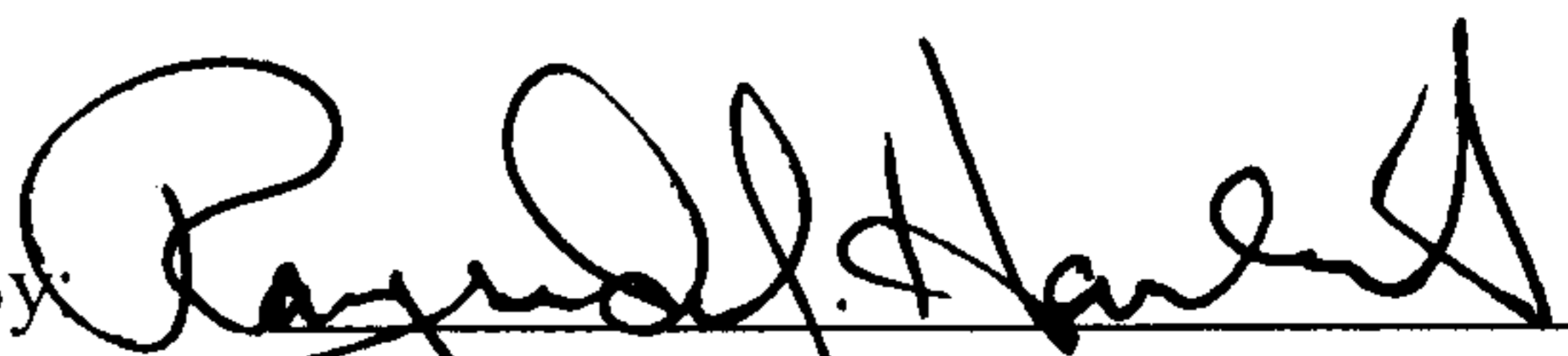
SECOND: The Corporation is being converted to MarRay-Ash Plaza, LLC, an Alabama limited liability company (the “Limited Liability Company”) formed by filing of Articles of Organization with the Judge of Probate of Montgomery County to be effective as of November 30, 2010 pursuant to the terms and conditions of the Alabama Business Entities Conversion and Merger Act.

THIRD: The Articles of Dissolution were adopted in the manner provided by the Code by the Corporation’s sole shareholder effective as of November 30, 2010.

FOURTH: The dissolution and conversion was approved by the written consent of all shareholders of the Corporation. A true and correct copy of the written consent signed by the sole shareholder of the Corporation is attached hereto as Exhibit A and incorporated herein by reference.

FIFTH: The Articles of Organization of the Limited Liability Company and the Articles of Dissolution of the Corporation are to be effective as of November 30, 2010.

MARRAY-ASH PLAZA, INC.

By: 
Name: Raymond J. Harbert
Its: President

THIS DOCUMENT PREPARED BY:


Timothy J. Segers
Balch & Bingham LLP
P.O. Box 306
Birmingham, Alabama 35201

Exhibit A



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MARRAY-ASH PLAZA, INC.


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**ACTION OF THE SOLE SHAREHOLDER
BY WRITTEN CONSENT**

Acting by written consent, pursuant to and with the effect provided in Section 10-2B-7.04, Code of Alabama, 1975 (the "Code"), the undersigned, constituting the sole shareholder of MarRay-Ash Plaza, Inc. (the "Corporation") hereby adopts the following resolutions as of November 30, 2010:

RESOLVED, that it is desirable and in the best interests of the Corporation that it be converted into an Alabama limited liability company (the "Limited Liability Company") and the sole shareholder hereby consents to, authorizes and approves the conversion of the Corporation into the Limited Liability Company, as provided in Section 10-15-3 of the Code;

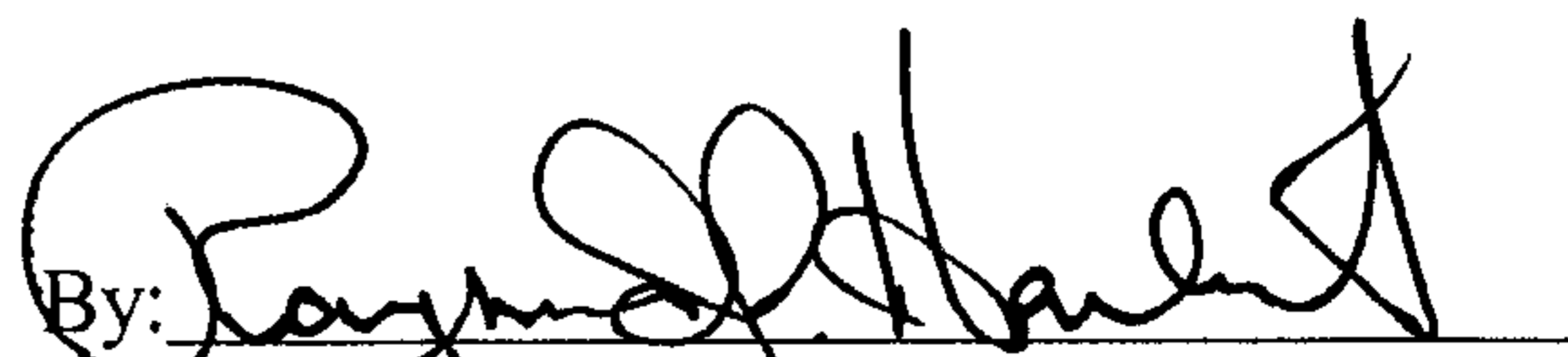
RESOLVED, that the sole shareholder hereby approves the Articles of Organization of MarRay-Ash Plaza, LLC in the form presented to the sole shareholder as the Articles of Organization of the Limited Liability Company;

RESOLVED, that Raymond J. Harbert as President of the Corporation, is hereby authorized, directed and empowered to do, or cause to be done, all acts, and to execute, deliver and perform any and all documents, agreements and instruments, with such changes, modifications and amendments as he, in his discretion, deem necessary or appropriate to effectuate and consummate the conversion of the Corporation;

RESOLVED, that by execution of this action, the sole shareholder hereby waives any dissenter's rights pursuant to Article 13 of the Alabama Business Corporation Act and any and all notice required by the Articles of Incorporation, the By-Laws and the laws of the State of Alabama; and

RESOLVED, that these resolutions shall be filed with the minutes of the proceedings of the sole shareholder of the Corporation and shall have the same force and effect as if adopted at a duly called and held meeting of the Corporation's sole shareholder.

MARRAY CORPORATION,
its sole shareholder

By: 
Name: Raymond J. Harbert
Title: President