

STATE OF ALABAMA

DOMESTIC NON-PROFIT CORPORATION

STATEMENT OF INTENT TO DISSOLVE & ARTICLES OF DISSOLUTION GUIDELINES

20110127000029220 1/4 \$156.00
Shelby Cnty Judge of Probate, AL
01/27/2011 02:34:58 PM 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:

John Sproule Ministries 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.

DAN HOWARD

President or ☒ Vice President (Check one)

Genny Sproule

☒ 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:

John Sproule Ministries 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 1-27, 2011.

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.

Dan Howard

President or ☒ Vice President (Check one)

Genny Sproule

☒ Secretary or Assistant Secretary (Check one)

I, Lanelle W. Duncan, a notary public in and for said State, do hereby certify that Dan Howard and Genny Sproule personally appeared before me, who being duly sworn, declared that he/she is the Officer/Director 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 27th day of January, 2011.

January 27th, 2011


Date

Lanelle W. Duncan

Signature of Notary/Commission Expiration 7-8-11

DISSOLUTION AND LIQUIDATION

JOHN SPROULE MINISTRIES, INC.
EIN 72-136469
108 Moss Hill Lane
Calera, Alabama 35040


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To: Honorable JAMES FUHRMEISTER Probate Judge Shelby County

The Board of Directors having voting rights of the John Sproule Ministries, Inc. acting as incorporators of this non-profit ministry and being natural persons of the age of 21 years or more do hereby affirm Dissolution and Liquidation of the John Sproule Ministries, Inc at a special called meeting on Jan 26, 2011.

A resolution to dissolve by a vote of two thirds of the votes entitled to be cast by members present or represented by proxy. Upon the adoption of such resolution by the members or by the Board of Directors, the Corporation shall cease to conduct its affairs.

DISTRIBUTION OF ASSETS

All liabilities and obligations of the Corporation have been satisfied and discharged.
Assets shall be distributed in accordance with the provisions of the Articles of Incorporation or Bylaws.

ARTICLES of DISSOLUTION

When all debts, liabilities and obligations of the Corporation shall have been paid and discharged the Articles of Dissolution shall be executed in duplicate by the Corporation by its President or Vice-President, and by its Secretary and verified by all of the officers signing such statement, which statement shall set forth:


Name of Corporation: JOHN SPROULE MINISTRIES, Inc.

- (1) A quorum was present at such meeting and that such resolution received at least two thirds of the votes entitled to be cast by members present.
- (2) This Resolution was adopted by a consent in writing signed by all members entitled to vote.
- (3) That all debts, obligations, and liabilities of the Corporation have been paid and discharged.
- (4) That all the remaining property and assets of the Corporation have been transferred, conveyed or distributed in accordance with the provisions of the Articles and Bylaws of the Corporation.
- (5) That there are no civil actions pending against the Corporation
- (6) These Articles of Dissolution shall be filed in the office of the Judge of Probate of the county in which the principal office of the Corporation is established and shall be recorded by the Judge of Probate in a book to be kept for that purpose. Upon the filing of the Articles of Dissolution as provided in this section, the existence of the Corporation shall cease.

These ARTICLES of DISSOLUTION were adopted by unanimous vote of a quorum of the Board of Directors on Jan. 26, 2011.

John Sproule, President incapacitated Jimmy Dean Brown, Board Member Jimmy D. Brown
Dan Howard, Vice President Dan Howard Fred Duncan, Board Member Fred Duncan
Genny Sproule, Secretary Genny Sproule Pat Kelly, Board Member Patrick Kelly
Wayne Dutt, Board Member Wayne E. Dutt

**JOHN SPROULE MINISTRIES
OFFICERS & DIRECTORS**


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Officers

Dr. John Sproule, President
108 Moss Hill Lane
Calera, AL 35040

Dan Howard, Vice President
P O Box 55
Montevallo, AL 35115

Genny Sproule, Secretary
108 Moss Hill Lane
Calera, AL 35040

Directors

Dr. John Sproule, Chairman
108 Moss Hill Lane
Calera, AL 35040

Dan Howard, Vice Chairman
P O Box 55
Montevallo, AL 35225

Genny Sproule, Secretary
108 Moss Hill Lane
Calera, AL 35040

Pat Kelly
#2 Brookwood Dr.
Montevallo, AL 35115

Wayne Dutt
220 Bradbury Lane
Birmingham, AL 35242

Fred Duncan
557 Shades Crest Road
Birmingham, AL 35226

Jimmy Dean Brown
5726 Bradford Lane
Tuscaloosa, AL 35405

State of Alabama Shelby County

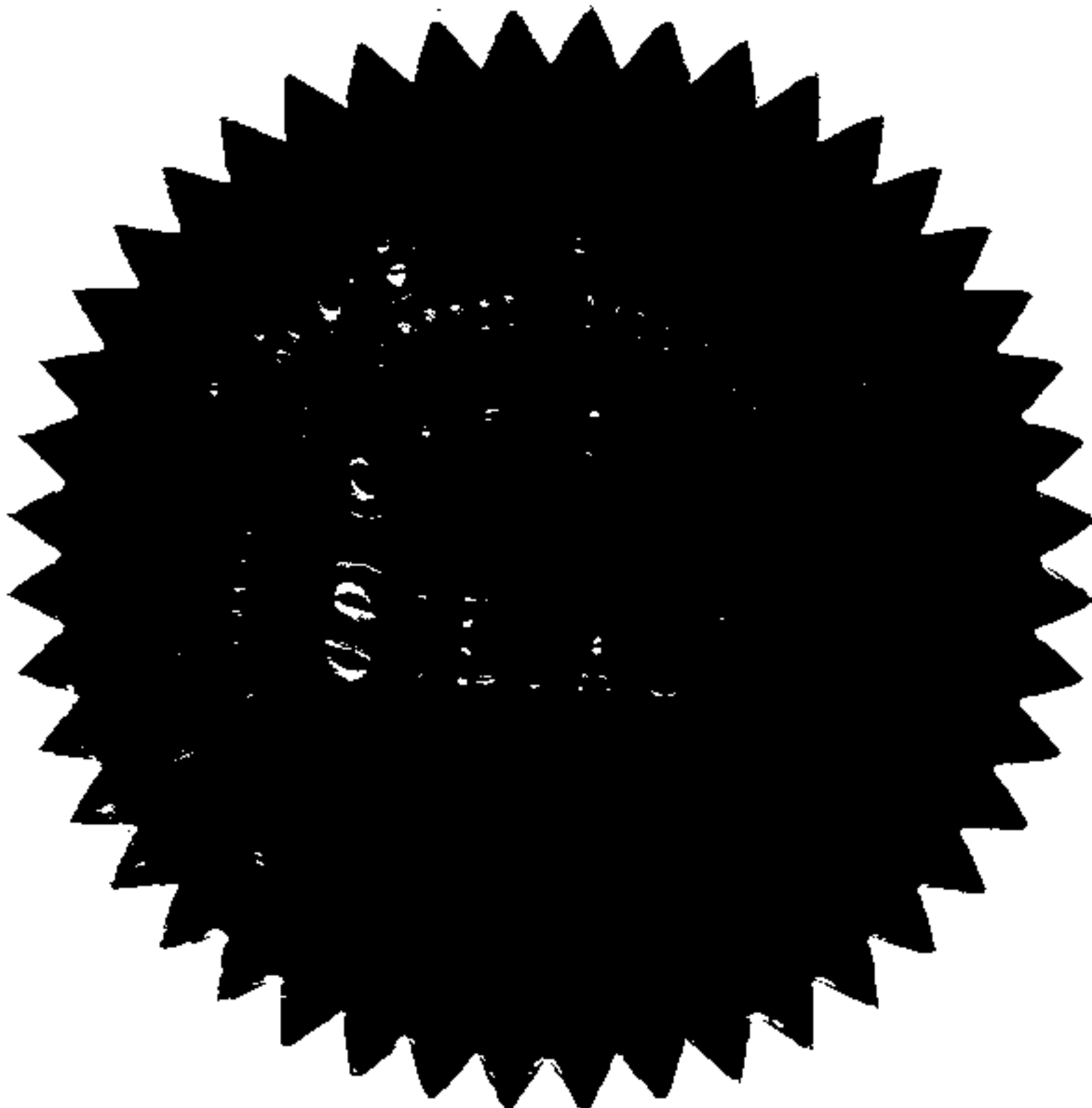
Certificate of Dissolution

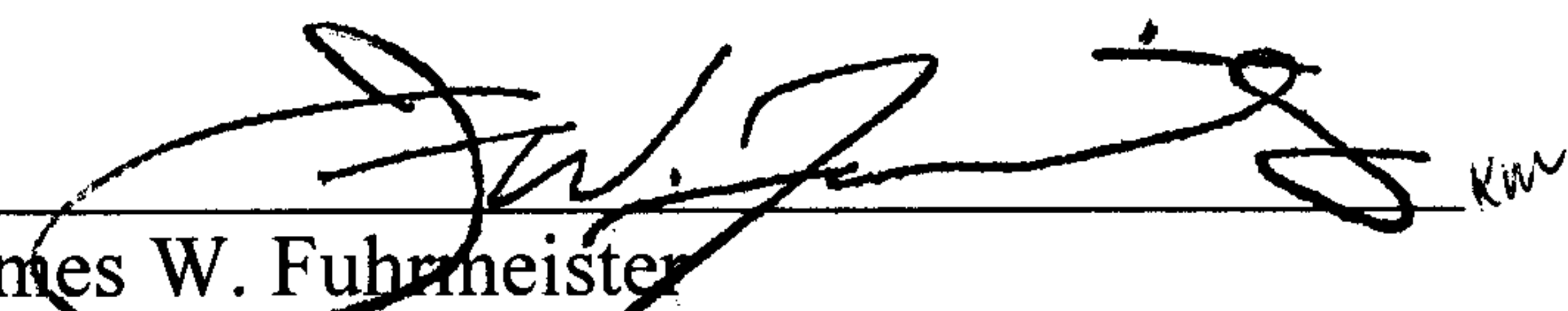
Of JOHN SPROULE MINISTRIES, INC

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Dissolution of JOHN SPROULE MINISTRIES, 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 JOHN SPROULE MINISTRIES, 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 January, 2010




James W. Fuhrmeister
Judge of Probate