

**STATE OF ALABAMA**

**DOMESTIC NONPROFIT CORPORATION**

**STATEMENT OF INTENT TO DISSOLVE**

Pursuant to §10A-3-7.01, Code of Alabama, 1975, the undersigned Non-Profit Corporation submits the following Statement of Intent to Dissolve.

Name of the Corporation:

Mildred Keen Harrison Charitable Foundation

Names and respective addresses of its officers:

Edward L. Gruber

P.O. Box 1429

Saltillo, MS 38866-1429

Joel A. Mendler, Esq.

2125 Morris Ave.

Birmingham, AL 35203

Myra Roberts, CPA

1121 Riverchase Office Road

Birmingham, AL 35244

Names and respective addresses of its directors:

Edward L. Gruber

P.O. Box 1429

Saltillo, MS 38866-1429

Joel A. Mendler

2125 Morris Ave.

Birmingham, AL 35203

Myra Roberts, CPA

1121 Riverchase Office Road

Birmingham, AL 35244

The resolution to dissolve was adopted on February 27, 2012 by the board of directors and received a unanimous vote.



20120410000123410 1/3 \$31.00  
Shelby Cnty Judge of Probate, AL  
04/10/2012 01:39:44 PM FILED/CERT

Edward L. Gruber

Signature of President or Vice President

Edward L. Gruber, President

Typed Name and Title of Above Signature

Joel A. Mendler

Signature of Secretary or Assistant Secretary

Joel A. Mendler, Secretary

Typed Name and Title of Above Signature


Myra Roberts

Signature of Officer Verifying—not one of above

Myra Roberts, Officer Verifying

Typed Name and Title of Above Signature

This notice was prepared by:  
Joel A. Mendler, Esq.  
2125 Morris Ave.  
Birmingham, AL 35203

  
20120410000123410 2/3 \$31.00  
Shelby Cnty Judge of Probate, AL  
04/10/2012 01:39:44 PM FILED/CERT

**MINUTES OF A MEETING OF THE  
BOARD OF DIRECTORS OF THE  
MILDRED KEEN HARRISON CHARITABLE FOUNDATION  
HELD ON FEBRUARY 27, 2012**

A special meeting of the Board of Directors was held on the date set forth above. All Directors waived notice of the meeting. Mr. Edward Gruber recommended that due to the death of Mildred Keen Harrison, the sole contributor to the Foundation, and continuing administrative costs of the Foundation, the Foundation be voluntarily terminated pursuant to the provisions of Internal Revenue Code Sec. 507(b)(1)(A) and that all of its net assets be distributed to The American Village Citizenship Trust in Montevallo, Alabama, a public charity which has been in existence for more than five years.

Upon motion made and duly seconded, it was unanimously

RESOLVED, that the Foundation be voluntarily terminated effective as of December 31, 2011 and that all of its net assets be distributed to the American Village Citizenship Trust, a tax-exempt 501(c)(3) public charity.

IT WAS FURTHER RESOLVED, that Edward L. Gruber, on behalf of the Foundation, is authorized to take all necessary steps and to execute all necessary documents to accomplish the purposes set forth above.


There being no further business, the meeting was adjourned.

DIRECTORS:

  
EDWARD L. GRUBER

  
JOEL A. MENDLER

  
MYRA ROBERTS

  
20120410000123410 3/3 \$31.00  
Shelby Cnty Judge of Probate, AL  
04/10/2012 01:39:44 PM FILED/CERT