

STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION
ARTICLES OF DISSOLUTION


20141125000371290 1/3 \$158.00
Shelby Cnty Judge of Probate, AL
11/25/2014 10:05:14 AM FILED/CERT

PURPOSE: In order to dissolve a Business Corporation (formerly known as For-Profit Corporation) under Section 10A-1-9.11 and 10A-2-14.03 of the Code of Alabama 1975 these Articles of Dissolution and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. The information required in this form is required by Title 10A.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$100.00** and the Judge of Probate's Office will transmit the fees along with a certified copy of the Articles of Dissolution to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your dissolution will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation as recorded on the Certificate of Formation:

Planet HD, Inc.

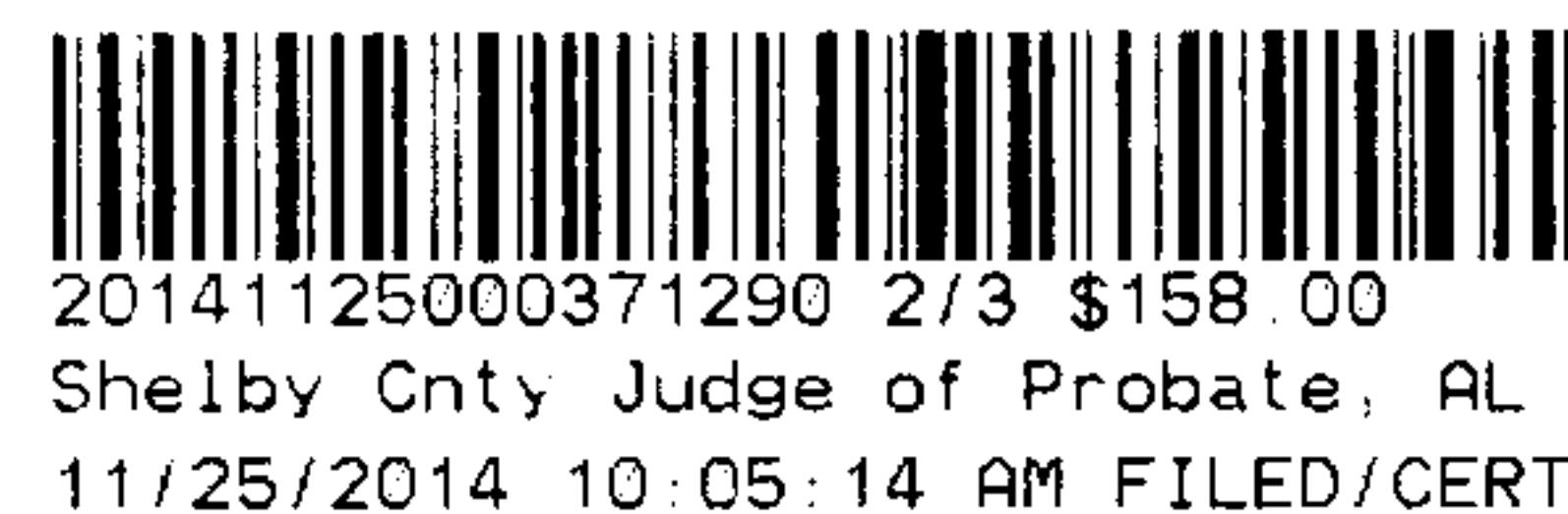
2. Alabama Entity ID Number (Format: 000-000): 230 - 111 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

This form was prepared by: (type name and full address)

William B. Stewart, Esq.
Wallace, Jordan, Ratliff & Brandt, L.L.C.
Post Office Box 530910, Birmingham, Alabama 35253

(For SOS Office Use Only)

DOMESTIC BUSINESS CORPORATION ARTICLES OF DISSOLUTION

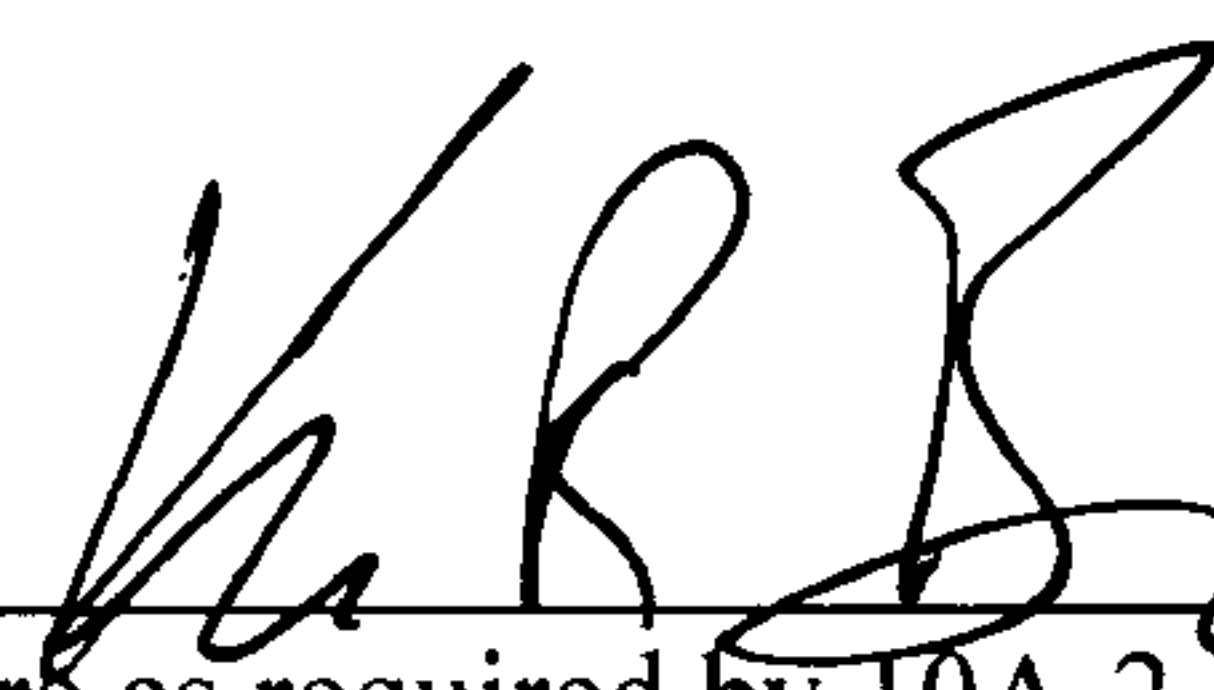


3. The date the dissolution was authorized: 11 / 17 / 2014 (format MM/DD/YYYY)

Item 4, 5, or 6 MUST be checked/completed with any appropriate attachments.

4. ☐ The dissolution was approved by the shareholders. The number of votes entitled to be cast on the proposal to dissolve was _____ (this information is required for item a or b). Complete one of the following:
- a. The total number of votes cast for dissolution was _____ and the total number of votes cast against dissolution was _____.
- b. The total number of undisputed votes cast for dissolution was _____ which was a sufficient number of votes to approve dissolution.
5. ☐ Dissolution by voting groups was required, the information required in item 4 above is provided for each voting group and is attached to and made part of this Articles of Dissolution document.
6. ☒ The dissolution was approved by written consent of all shareholders under Section 10A-2-14.02(f) and a copy of the written consent or consents signed by all the shareholders of the corporation is attached to and made part of this Articles of Dissolution document.
7. The Articles of Dissolution are effective on the date the document is recorded in the Office of the Judge of Probate. The corporation may file a Revocation of Dissolution with the Office of the Judge of Probate within 120 days of the effective date. After the 120 days for Revocation lapse, a corporation cannot revoke or reinstate it must be filed as a new Certificate of Formation.

11 / 17 / 2014
Date (MM/DD/YYYY)


Signature as required by 10A-2-1.20

Kevin R. Gann
Typed Name of Above Signature

President
Typed Title/Capacity to Sign under 10A-2-1.20

**UNANIMOUS WRITTEN CONSENT TO THE
DISSOLUTION OF PLANET HD, INC.
BY ITS SHAREHOLDERS AND DIRECTORS**


20141125000371290 3/3 \$158.00
Shelby Cnty Judge of Probate, AL
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1. The undersigned constitute all of the Shareholders and Directors of **Planet HD, Inc.**, a corporation organized under the laws of the State of Alabama (the "Company"). The undersigned has determined that it would be in the best interest of the Company for the Company to be dissolved. Therefore, pursuant to §10A-2-14.02 of the *Code of Alabama*, the undersigned hereby consent to the dissolution of the Company.

2. The undersigned further state that the President of the Company is authorized and directed to take all actions necessary to wind up the affairs of the Company, including the lease, sale, conveyance, or assignment of any or all of the Company's assets, to the extent such assets exist, and to execute any documents or instruments necessary and incident thereto.

3. The undersigned further state that the President of the Company is authorized and directed to apply the assets of the Company, in cash or in kind, for the payment of all of its known debts, though none are known at present. To the extent the Company retains any assets following payment of creditors, should any exist, the President is authorized and directed to distribute the remainder of the Company's assets to its shareholders, in cash or in kind, according to their respective rights and interests.

4. The undersigned further state that the President of the Company is authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Company.

5. The undersigned further state that, on completion of all liquidation procedures, the President of the Company is authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the Company, to be effective upon the filing of the Articles of Dissolution.

EXECUTED on this 17th day of November, 2014.

SHAREHOLDERS AND DIRECTORS:



Donald F. Gann



Kevin R. Gann