

STATE OF ALABAMA

**DOMESTIC BUSINESS CORPORATION
ARTICLES OF DISSOLUTION**

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.



20151216000429320 1/5 \$158.00
Shelby Cnty Judge of Probate, AL
12/16/2015 11:38:44 AM FILED/CERT

(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:

JFM Solutions, Inc.

2. Alabama Entity ID Number (Format: 000-000): 262 - 862 **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)

J.F. Mitchell
2701 4th Ave S
Birmingham, AL 35233

(For SOS Office Use Only)


DOMESTIC BUSINESS CORPORATION ARTICLES OF DISSOLUTION

3. The date the dissolution was authorized: 12 / 10 / 2015 (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.

12 / 10 / 2015
Date (MM/DD/YYYY)


Signature as required by 10A-2-1.20

J.F. MITCHELL
Typed Name of Above Signature

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

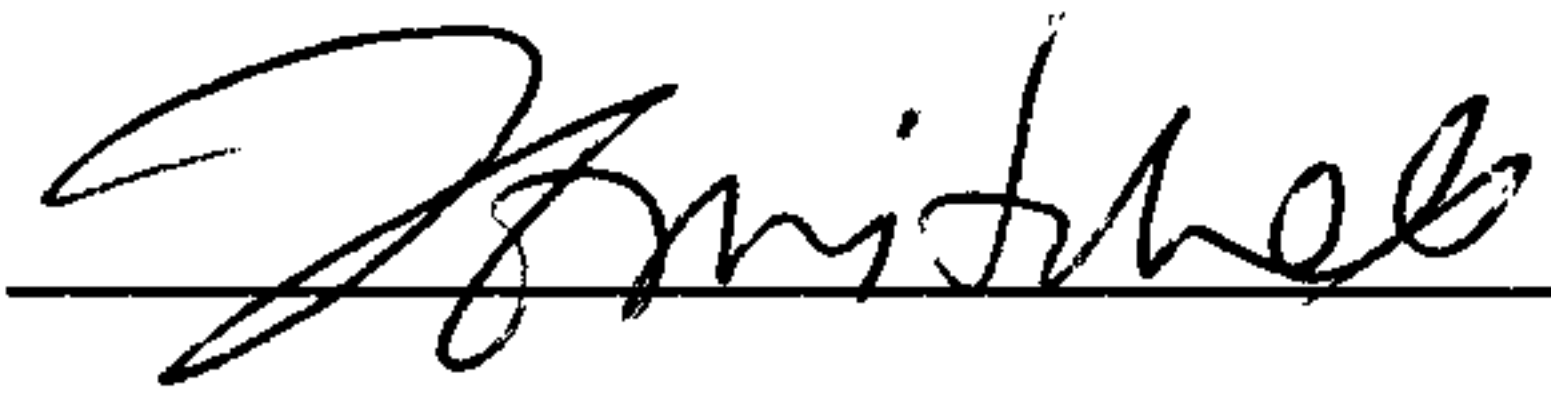
Articles of Dissolution
Of
JFM Solutions, Inc.
Pursuant to the Provisions of
Alabama Business Corporation Act

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned For-Profit Corporation submits the Articles of Dissolution for the purpose of dissolving the Corporation.

- 1) NAME: The name of the corporation is JFM Solutions, Inc.
- 2) DATE: The date of the dissolution was authorized: 12/10/2015
- 3) APPROVAL: The dissolution was duly approved by written consent of all of its shareholders as evidenced in attached Exhibit "A".
- 4) EFFECTIVE DATE: These articles will be effective on the date filed with the probate judge of Shelby County.


DATE: 12/10/2015

JFM Solutions, Inc.

By: 
J.F. Mitchell, Its President

CERTIFICATE

I, J.F. Mitchell, do hereby certify that all the statements in the foregoing instrument are true and correct, that the dissolution of the Corporation was approved by the unanimous consent of the shareholders of the Corporation, and that I signed the foregoing instrument as President of the Corporation.


J.F. Mitchell



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Exhibit "A"


SHAREHOLDER'S WRITTEN CONSENT TO DISSOLUTION

OF

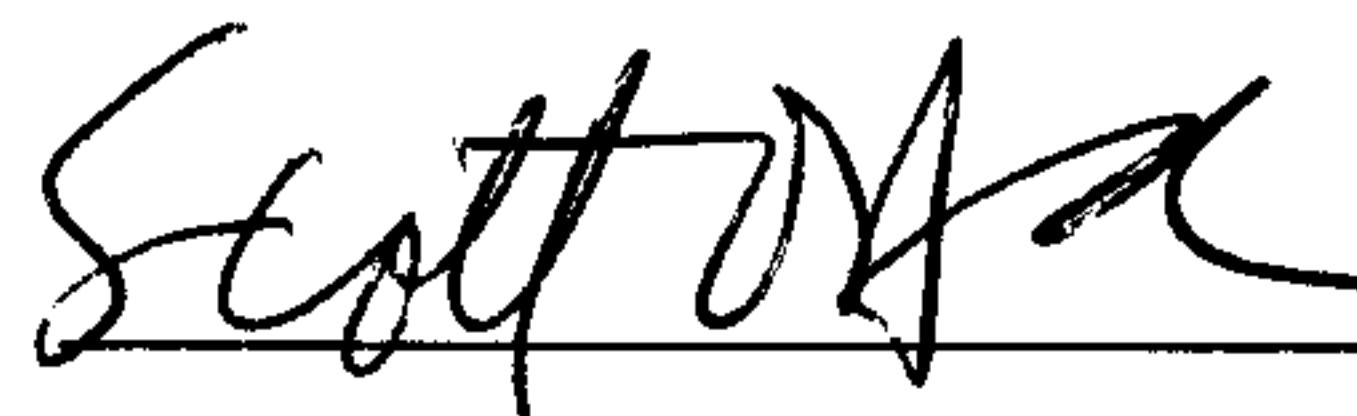
JFM SOLUTIONS, INC.

1. The undersigned, as the only shareholders of JFM Solutions, Inc., a corporation organized under the laws of the State of Alabama have determined that it would be in the best interests of the Corporation as its sole shareholders for the Corporation to be dissolved. Therefore pursuant to Alabama code, I hereby consent to the dissolution of the Corporation.
2. All shareholders agree that the Officers and Directors of the Corporation are authorized and directed to take all actions necessary to wind up the affairs of the Corporation, including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets and to execute any documents or instruments necessary and incident thereto.
3. All Shareholders further agree that the Officers and Directors of the Corporation are authorized and directed to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations. After disposing of the assets and making suitable provision for payment of all of its known debts, the Officers and Directors are authorized and directed to distribute the remainder of the Corporation's assets to the shareholders, in cash or in kind, according to their respective rights and interests.
4. All Shareholders further agree that the Officers and Directors of the Corporation are 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 Corporation.
5. All Shareholders further agree that, on completion of all liquidation procedures, the Officers and Directors of the Corporation are authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the Company.

EXECUTED on 12/10/2015, at Birmingham, Alabama.



J.F. Mitchell, President



S.A. Ortis, Vice President

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STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a notary public in and for said County and State, hereby certify that J.F. Mitchell, whose name as President and Treasurer of JFM Solutions, Inc. is signed to the foregoing document and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officers and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 10th day of Dec, 2015.

Notary Public: Reba B. Ashworth

My commission expires: 3/21/16

