20190124000026220 1/3 $159.00
Shelby Cnty Judge of Probate, AL
01/24/2019 03:06:25 PM FILED/CERT

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.

(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:

   Grinkmeyer Leonard Benefits Group, Inc.

2. Alabama Entity ID Number (Format: 000-000): 324 - 439 **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.

(For SOS Office Use Only)

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

Cheyenne Moseley, LegalZoom.com, Inc.
101 N Brand Blvd., 11th Floor
Glendale CA 91203

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DOMESTIC BUSINESS CORPORATION ARTICLES OF DISSOLUTION

3. The date the dissolution was authorized: 12 / 20 / 2018 (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.

/ /
Date (MM/DD/YYYY)

Signature as required by 10A-2-1.20

Trent A. Grinkmeyer
Typed Name of Above Signature

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

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ACTION BY UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS OF

Grinkmeyer Leonard Benefits Group, Inc.,

an Alabama Corporation

The undersigned, being all the shareholders of Grinkmeyer Leonard Benefits Group, Inc., an Alabama corporation (the "Corporation"), hereby approve and adopt the following resolution by this written consent without a meeting (this "Written Consent") pursuant to the Alabama Business and Nonprofit Entity Code, which shall be effective upon the complete execution of the Written Consent:

WHEREAS, the Board of Directors of the Corporation (the "Board") has determined it is advisable and in the best interests of the Corporation and its shareholders to dissolve the Corporation.

RESOLVED, that the Corporation be dissolved immediately, that the Corporation be completely liquidated as soon as practicable, that the debts of the Corporation be paid to the fullest extent possible, that the Corporation cease transaction of all business effective immediately, except as may be required to wind up affairs and the remaining assets be distributed pro rata to the shareholders in accordance with each shareholder's ownership interest in the Corporation.

RESOLVED FURTHER, that the proper officers of the Corporation are authorized and directed to execute and file with the appropriate government entity any documents necessary to effect the dissolution of the Corporation, and to take any further steps as may be necessary or proper to terminate the business of the Corporation.

This Written Consent may be signed in counterparts.

IN WITNESS WHEREOF, the undersigned execute this Written Consent.

Date: 12/22/18

Signature: _____
Print Name of Shareholder: Trent Grinkmeyer

Signature: Valerie R Leonard
Print Name of Shareholder: Valerie R. Leonard

Signature: _____
Print Name of Shareholder: _____