

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. 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 filing will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored (\$30.00 fee).

This form must be typed or laser printed.

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

ADI Legacy, Inc. (fka Alabama Dynamics, Inc.)

2. Alabama Entity ID Number (Format: 000-000): 032 - 838 **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 Click Business Services (below picture), click Business Entity Search, search by entity name. 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 R. Justice
P.O. Box 587
Columbiana, AL 35051



20190731000274430 1/3 \$159.00
Shelby Cnty Judge of Probate, AL
07/31/2019 10:15:58 AM FILED/CERT

(For County Probate Office Use Only)

(For SOS Office Use Only)

DOMESTIC BUSINESS CORPORATION ARTICLES OF DISSOLUTION

3. The date the dissolution was authorized: 07 / 30 / 2019 (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.

07 / 30 / 2019
Date (MM/DD/YYYY)

Malcom Gene Ernest
Signature as required by 10A-2-1.20

Malcom Gene Ernest
Typed Name of Above Signature

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

**SHAREHOLDER'S WRITTEN CONSENT TO
DISSOLUTION OF
ADI LEGACY, INC.**

1. The undersigned is the sole shareholder of ADI Legacy, Inc., a corporation organized under the laws of the State of Alabama. I have determined that it would be in the best interests of the Corporation and its shareholder for the Corporation to be dissolved. Therefore, pursuant to § 10A-2-14.02(f) of the Code of Alabama, 1975, as amended, I hereby consent to the dissolution of the Corporation.

2. I further 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 and file any documents or instruments necessary and incident thereto.

3. I 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 the payment of all its known debts, the officers and directors are authorized and directed to distribute the remainder of the Corporation's assets to the shareholder, in cash or in kind.

4. I further agree that the officers and directors of the Corporation are authorized and directed to execute and file all documents, instruments, reports, tax returns, certificates, articles, and affidavits required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Corporation, and to attach a copy of this Consent to any Articles of Dissolution required to be filed.

Executed on the 30th day of July, 2019.


Malcom Gene Ernest



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