

728762

DARBY, PEELE, BOWDOIN, PAYNE & KENNON

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HERBERT F. DARBY, P.A.
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February 5, 2001

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Corporate Records Bureau
Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

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Re: Articles of Dissolution of The William Kennerson Wilson Memorial, Inc.

Dear Ladies or Gentlemen:

Enclosed are original and photocopy of Articles of Dissolution of The William Kennerson Wilson Memorial, Inc., a Florida corporation not-for-profit, with Directors' Written Consent and written Consent of Members for the Dissolution attached to the Articles to be filed in your office. Please file the original, certify the copy and return it to us. Also enclosed is our trust check in the amount of \$43.75 (\$35.00 filing fee and \$8.75 for certified copy) to cover the cost of the filing fee and for certified copy of the Articles of Dissolution, which we request you return to our office.

Should you have any questions, please contact us.

Very truly yours,

Herbert F. Darby
For the Firm

HFD/lss
Enclosures
cc: Mr. Hugh Wilson
Mr. J. Y. Wilson

FILED
01 FEB - 7 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN FEB - 8 2001

Dissolution

THE WILLIAM KENNERSON WILSON MEMORIAL, INC.

ARTICLES OF DISSOLUTION

FILED
01 FEB -7 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


THE WILLIAM KENNERSON WILSON MEMORIAL, INC., a Florida corporation,
execute the following Articles of Dissolution pursuant to Section 617.1403 of the Florida Not
for Profit Corporation Act:

1. The name of the corporation is THE WILLIAM KENNERSON WILSON
MEMORIAL, INC., a Florida corporation (the "Company").
2. The Company's articles of incorporation were originally filed on February 6, 1974,
in the Office of the Clerk of the Circuit Court of Columbia County, Florida, and subsequently
amended by Restated and amended Articles of Incorporation filed on December 1, 1997, in
the Office of the Secretary of the State of Florida.
3. The Company has members, all of whom are entitled to vote on these Articles of
Dissolution.
4. The Company does not have any unpaid debt.
5. All of the directors of the Company recommended to the Members on December
31, 1999, that the Company be dissolved. All of the members of the Company unanimously
consented on December 31, 1999, to the dissolution of the Company and directed that all
of the assets of the Company be distributed and disposed of pursuant to and in accordance
with the provisions of the Company's articles of incorporation.

EXECUTED this 31st day of December, 1999.



HUGH A. WILSON



JAMES Y. WILSON Sec.



LOVELYN WILSON HEYWARD

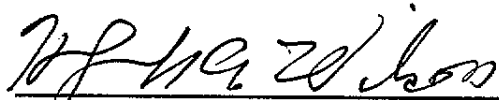
THE WILLIAM KENNERSON WILSON MEMORIAL, INC.

DIRECTORS' WRITTEN CONSENT TO ACTION

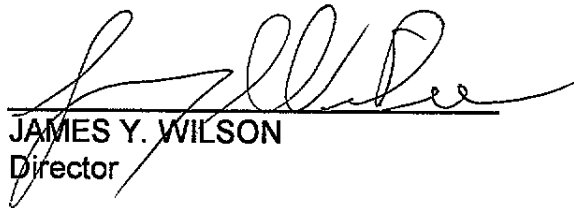
The undersigned, being all of the members of the Board of Directors of THE WILLIAM KENNERSON WILSON MEMORIAL, INC., (the "Company"), hereby consent, pursuant to F. S. 617.0821 of the Florida Not for Profit Corporation Act, to the adoption of the following resolution in lieu of a meeting of the Board of Directors of the Company

RESOLVED, that the Board of Directors hereby recommend to the members of the Company that the Company be dissolved and that a meeting of the members of the Company be called and held for the purpose of submitting the recommendation for dissolution to a vote of the members.

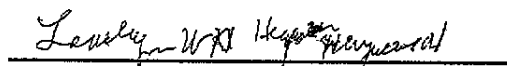
IN WITNESS WHEREOF, the undersigned, constituting all of the members of the Board of Directors of the Company, have executed this written consent to action on the 31st day of December, 1999.



HUGH A. WILSON
Director



JAMES Y. WILSON
Director


LOVELYN W. HEYWARD
Director

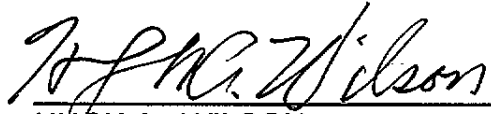
THE WILLIAM KENNERSON WILSON MEMORIAL, INC.

CONSENT TO ACTION BY MEMBERS

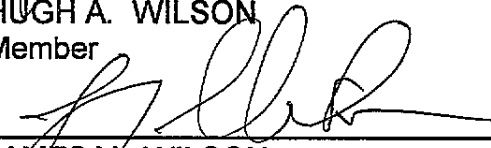
The undersigned, being all of the members of THE WILLIAM KENNERSON WILSON MEMORIAL, INC., (the "Company:), do hereby consent, pursuant to F. S. 617.0701(4)(a) of the Florida Not for Profit Corporation Act, to the adoption of the following resolution in lieu of holding a meeting of members of the Company:

RESOLVED, that pursuant to the recommendation of the Board of Directors of the Company, the Company be dissolved pursuant to and in accordance with the requirements of the laws of Florida.

IN WITNESS WHEREOF, the undersigned, constituting all of the members of The William Kennerson Wilson Memorial, Inc., have executed this written consent to action on the 31st day of December, 1999.



HUGH A. WILSON
Member



JAMES Y. WILSON
Member



LOVELYN W. HEYWARD
Member