

P95000008974

July 21, 2001

Michael Mays  
Florida Department of State  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314-6327

RE: REFERENCE #W01000016066  
ARTICLES OF DISSOLUTION

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-08/06/01--01081--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Mr. Mays

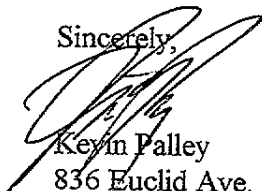
Your correspondence dated July 12, 2001 (Letter Number: 901A00041233) advised me that Emergency Management, Inc. could not be established as a foreign corporation because the name is in use. Emergency Management, Inc. was a corporation held by Clair and Kevin Palley, the same persons to operate the corporation as a foreign corporation.

It appears that to obtain the name, I must dissolve Emergency Management, Inc. as a domestic corporation. Therefore, I have enclosed the Articles of Incorporation, together with the \$35 fee. Please forward these Articles to the appropriate office. Please then secure the name Emergency Management, Inc. as a foreign corporation.

If you have any questions, please do not hesitate to contact me.

Thank you for your attention and assistance.

Sincerely,

  
Kevin Palley  
836 Euclid Ave.  
Suite 313  
Lexington, KY 40502-1783  
(859) 268-1110

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TALLAHASSEE, FLORIDA

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## ARTICLES OF DISSOLUTION

Pursuant to the Florida General Business Corporation Act and of Sect. 607.267, Fla. Stat. (1995), EMERGENCY MANAGEMENT, INC. files and adopts these Articles of Dissolution for the purposes of dissolving the corporation EMERGENCY MANAGEMENT, INC.:

1. The name of the corporation is EMERGENCY MANAGEMENT, INC.
2. The names and addresses of the officers of the corporation are as follows:
  - A. Kevin Palley, 836 Euclid Ave., Suite 313, Lexington, KY 40502-1783;
  - B. Clair Palley, 453 Channing Way, Lexington, KY 40517-4208.
3. The names and addresses of the Directors of the corporation are as follows:
  - A. Kevin Palley, 836 Euclid Ave., Suite 313, Lexington, KY 40502-1783;
  - B. Clair Palley, 453 Channing Way, Lexington, KY 40517-4208.
4. The names and addresses of the shareholders of the corporation are as follows:
  - A. Kevin Palley, 836 Euclid Ave., Suite 313, Lexington, KY 40502-1783;
  - B. Clair Palley, 453 Channing Way, Lexington, KY 40517-4208.
5. All liabilities and obligations of the corporation are jointly and personally held with the officers, Directors and shareholders of EMERGENCY MANAGEMENT, INC. still operates the business to be formerly known as EMERGENCY MANAGEMENT, INC. in the Commonwealth of Kentucky to be operated out of Florida as a foreign corporation. Therefore, any liabilities and obligations, of which there are none, are to be handled in the same manner.
6. All of the property and assets of the corporation remaining after the payment of all debts, obligations and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests. They are to be re-distributed back to the shareholders through Emergency Management, Inc. as a foreign corporation registered in Florida.

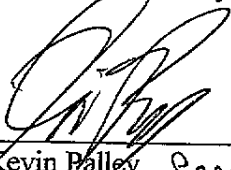
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


7. There are no actions pending against EMERGENCY MANAGEMENT, INC. in any court or administrative agency.

8. The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation.

9. The corporation was incorporated on the \_\_\_\_ day of \_\_\_\_, 1994.

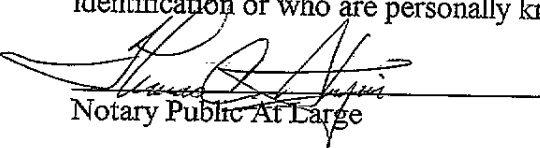
Dated this 20th day of July, 2001.

  
Kevin Palley - President  
836 Euclid Ave., Suite 313  
Lexington, KY 40502-1783

  
Clair Palley  
453 Channing Way  
Lexington, KY 40517-4208

COMMONWEALTH OF KENTUCKY;  
COUNTY OF FAYETTE;

The foregoing Dissolution of Incorporation was acknowledged before me this 20th day of July, 2001 by Kevin Palley and Clair Palley, who stated that they have read the above and foregoing Articles of Dissolution of EMERGENCY MANAGEMENT, INC. that they know the contents and that they understand them and who have produced Kentucky Driver's License as identification or who are personally known and who did take an oath.

  
Notary Public At Large

My Commission Expires August 12, 2001