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# State of Idaho

### **Department of State**

CERTIFICATE OF DISSOLUTION OF

AIA TRAVEL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of AIA TRAVEL, INC., duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

January 27, 1994



Pete D Enaveusa SECRETARY OF STATE

By Sharp Blubus

REGEIVED SEC. OF STATE

SEC. OF STATE ARTICLES OF DISSOLUTION

94 JRN 20 AM 8 48 FOR
AIA TRAVEL, INC.

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I.

The name of the corporation filing these articles is AIA TRAVEL, INC., P.O. Box 538, Lewiston, Idaho, 83501.

II.

The names and address of the last officers and directors of said corporation are as follows:

Reed J. Taylor	Director	P.O. Box 538, Lewiston, ID 83501
R. John Taylor	Director/Pres.	P.O. Box 538, Lewiston, ID 83501
Paul D. Durant	Director/V.P.	P.O. Box 538, Lewiston, ID 83501
Daniel L. Spickler	Secretary	P.O. Box 538, Lewiston, ID 83501
Rick L Johnson	Treasurer	P.O. Box 538, Lewiston, ID 83501

111.

Notice was given pursuant to Idaho Code Section 30-1-87 to all known or potential creditors to AIA TRAVEL, INC.

IV.

All known debts, obligations, and liabilities of AIA TRAVEL, INC., have been paid, or arrangements have been made regarding all potential debts, obligations, and liabilities.

V

All remaining property and assets have been distributed to AlA SERVICES CORPORATION, the sole shareholder of AlA TRAVEL, INC., per the Articles of Incorporation and/or the Plan for Complete Liquidation of AlA TRAVEL, INC.

**ARTICLES OF DISSOLUTION - 1** 

There are no suits pending or anticipated, against AIA TRAVEL, Inc., in any court of this state or any other state.

VII.

This dissolution is pursuant to resolutions signed by AIA SERVICES CORPORATION, the sole shareholder of AIA TRAVEL, INC., and the Board of Directors of AIA TRAVEL, INC. All actions are pursuant and in compliance with Idaho Code section 30-1-84. Said resolutions are attached and incorporated to these Articles of Dissolution.

VIII.

These Articles of Dissolution are dated this 18th day of December, 1995.

I, Daniel L. Spickler, Secretary of AIA Travel, Inc., swear to and state under oath that the above Articles of Incorporation of AIA Travel, Inc., are in the correct form as adopted by the Board of Directors. Furthermore, the signature of R. John Taylor and myself are true and correct and reflect the desire of the corporation to dissolve.

Daniel L. Spickler

Secretary

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I, Sherry L. Roberts, a Notary Public, do hereby certify that on this 18th day of January, 1994, personally appeared before me Daniel L. Spickler, who, being by me first duly sworn, declared that he is the Secretary of AIA Travel, Inc., that he signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.

Notary Public in and for the State of Idaho, residing at Lewiston.

My Commission Expires 10-20-97.

### CONSENT TO ACTIONS IN,LIEU OF SPECIAL MEETING OF SHAREHOLDERS

OF

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AIA TRAVEL, INC.

**NOVEMBER 18, 1993** 

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WHEREAS, the undersigned is the sole shareholder of AIA Travel, Inc., an Idaho Corporation; and

WHEREAS, said company consents to and approves of the actions set forth in this resolution; and

WHEREAS, AIA Travel, Inc., has sold all of its assets to Global Travel, Inc.; and

WHEREAS, the undersigned waives notice of any meeting to consider the matters incorporated in the resolutions and consents to their approval without a meeting; and

WHEREAS, this resolution shall become effective November 18, 1993.

NOW, THEREFORE, BE IT RESOLVED, that any and all actions taken for and on behalf of this corporation by the officers and directors of this corporation between the 1993 annual meeting and the present date shall be and are hereby ratified, confirmed and approved, and declared to have been acts and deeds of this corporation as of the date of each such act and deed.

BE IT FURTHER RESOLVED, that this corporation be dissolved and liquidated in accordance with the Plan for Complete Liquidation and Dissolution of AIA Travel, Inc., a copy of which is attached to these minutes and incorporated herein; and that the officers and directors of this corporation are authorized to execute and file any documents and take any actions necessary or desirable to effectuate dissolution and liquidation of this corporation in accordance with the Plan.

DATED this \_\_\_\_\_ day of December, 1993.

SHAREHOLDER:

AIA SERVICES CORPORATION

Dahiel L. Spickler, Secretary

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#### CONSENT OF ACTIONS IN LIEU OF

#### SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

#### AIA TRAVEL, INC.

#### **NOVEMBER 18, 1993**

WHEREAS, the undersigned are the sole members of the Board of Directors of AlA Travel, Inc., an Idaho corporation; and

WHEREAS, the undersigned consent to and approve of the actions set forth in the following resolution; and

WHEREAS, the undersigned waive notice of any meeting to consider the matters incorporated in the resolutions, and consent to their approval without a meeting; and

WHEREAS, this resolution shall become effective November 18, 1993; and

WHEREAS, all of the assets of AIA Travel, Inc., have been sold to Global Travel, Inc.

NOW, THEREFORE, BE IT RESOLVED, that any and all actions taken for and on behalf of this corporation by the officers and employees of this corporation between the 1993 annual meeting and the present date shall be and are hereby ratified, confirmed and approved, and declared to have been acts and deeds of this corporation as of the date of each such act and deed.

BE IT FURTHER RESOLVED, that this corporation be dissolved and liquidated in accordance with the Plan for Complete Liquidation and Dissolution of AlA Travel, Inc., a copy of which is attached to these minutes and incorporated herein, and that the officers of this corporation are authorized to execute and file any documents and take any actions necessary or desirable to effectuate liquidation and dissolution of this corporation in accordance with the Plan, and the actions of the shareholders in adopting the Plan shall be and are hereby ratified, confirmed and approved by this Board of Directors.

DATED this \_\_\_\_\_ day of December, 1993.

#### BOARD OF DIRECTORS

AIA TRAVEL, INC.

R. John Taylor, Directo

Reed J. Taylor, Directo

Paul D. Durant, Director