

# State of Idaho

## Department of State

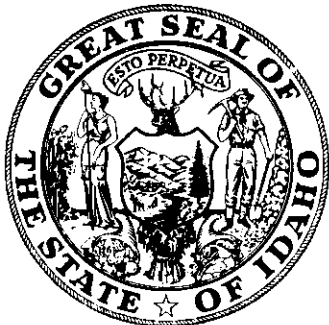
### CERTIFICATE OF DISSOLUTION OF

LEARNED-MAHN, INC.  
File Number C 74652

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of LEARNED-MAHN, INC., duly executed 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.

Dated: February 6, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

**ARTICLES OF DISSOLUTION PURSUANT  
TO SECTION 30-1-92 OF THE  
IDAHO BUSINESS CORPORATION ACT  
OF  
LEARNED-MAHN, INC.**

FILED  
SECRETARY OF STATE  
JAN 20 1997

Pursuant to the provisions of Section 30-1092 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST:           The name of the corporation is:    Learned-Mahn, Inc.

SECOND:         The names and addresses of the last officers and directors of the corporation and their respective offices are:

<u>NAME, OFFICE</u>	<u>ADDRESS</u>
Philip D. Kurtz, President	6100 S. Yale Avenue, Tulsa, OK 74136
E. Michael Ingram, Secretary/Director	National Data Plaza, Atlanta, Georgia 30329
M.P. Stevenson, Treasurer/Director	National Data Plaza, Atlanta, Georgia 30329
Richard S. Cohan, Director	National Data Plaza, Atlanta, Georgia 30329

THIRD:          The notice required by Section 30-1-87, Idaho Code, has been given.

FOURTH:         All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FIFTH:          All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with the provisions in the articles of incorporation, or if there is no provision then in proportion to their respective rights and interests.

SIXTH:          There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

SEVENTH:        A duplicate original of the consent of shareholders to dissolve is annexed hereto.

DATED:          January 17, 1997.

LEARNED-MAHN, INC.

By   
E. Michael Ingram, Secretary

IDAHO SECRETARY OF STATE

DATE 02/06/1997

0900           61755           2

CK #: 270540    CUST# 73958

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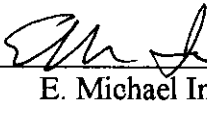
[Corporate Seal]

**UNANIMOUS WRITTEN CONSENT  
OF SHAREHOLDERS  
TO DISSOLVE LEARNED-MAHN, INC.**

The undersigned, being the sole shareholder of Learned-Mahn, Inc., hereby  
unanimously consents, in writing, pursuant to the provisions of the Idaho Business  
Corporation Act, to dissolve Learned-Mahn, Inc.

This 17<sup>th</sup> day of January, 1997.

NATIONAL DATA CORPORATION

By:  \_\_\_\_\_  
E. Michael Ingram, Secretary

[Corporate Seal]

National Data Corporation  
National Data Plaza  
Atlanta, Georgia 30329

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**UNANIMOUS WRITTEN CONSENT  
OF SHAREHOLDERS  
TO DISSOLVE LEARNED-MAHN, INC.**

The undersigned, being the sole shareholder of Learned-Mahn, Inc., hereby unanimously consents, in writing, pursuant to the provisions of the Idaho Business Corporation Act, to dissolve Learned-Mahn, Inc.

This 17<sup>th</sup> day of January, 1997.

NATIONAL DATA CORPORATION

By: \_\_\_\_\_

E. Michael Ingram, Secretary

[Corporate Seal]

National Data Corporation  
National Data Plaza  
Atlanta, Georgia 30329

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STATE OF GEORGIA )

) SS

COUNTY OF DEKALB )

I, B.J. PURCELL, a notary public, do hereby certify that on this 17<sup>th</sup> day of JANUARY, 1997, personally appeared before me E. MICHAEL INGRAM, who, being by me first duly sworn, declared that he is the SECRETARY of LEARNED-MAHN, INC., that he signed the foregoing document as SECRETARY of the corporation, and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public

Residing at: ATLANTA, GEORGIA

My Commission Expires: \_\_\_\_\_  
**NOTARY PUBLIC  
COMMISSION EXPIRES  
FEBRUARY 9, 1998**