

70660



CERTIFICATE OF DISSOLUTION
OF

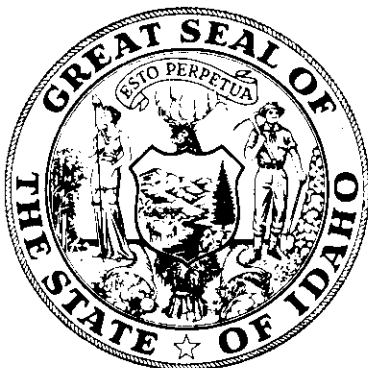
CLEARWATER COMMUNICATIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of CLEARWATER COMMUNICATIONS, 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.

Dated December 23, 19 90.



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 30-1-92 OF THE
IDAHO BUSINESS CORPORATION ACT
OF
CLEARWATER COMMUNICATIONS, INC.

DEC 28 10 31 AM '90
SECRETARY OF STATE

Pursuant to the provisions of Section 30-1-92 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 Clearwater Communications, Inc., whose address is 3345 South Walkers Bay Road, Coeur d'Alene, Idaho 83814.

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

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Ted W. Hughett	3345 S. Walkers Bay Rd. Coeur d'Alene, ID	Pres/Director
Farrow J. Smith	4045 S. Spencer St. #312, Las Vegas, NV	Sec/Director
Oswald Gutsche	4045 S. Spencer St. #312, Las Vegas, NV	Director
John D. O'Brien	4045 S. Spencer St. #312, Las Vegas, NV	Director
Mario P. Borini	4045 S. Spencer St. #312, Las Vegas, NV	Director

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. The dissolution has received the consent of all shareholders.

CLEARWATER COMMUNICATIONS, INC.

By


Ted W. Hughett, President

By


Joyce L. Hughett,
Assistant Secretary

STATE OF IDAHO)
 ss.
County of Kootenai)

I, Tecci B. Morse, a Notary Public, do hereby
certify that on this 14th day of Dec., 1990,
personally appeared before me, TED W. HUGHETT, who, being by me
first duly sworn, declared that he is the President of Clearwater
Communications, Inc., that he signed the foregoing document as
President of the corporation, and that the statements therein
contained are true.

Tecci B. Morse
Notary Public for Idaho
Residing at Coeur d'Alene
My Commission expires: 8-92

STATE OF IDAHO)

County of Kootenai)

I, Terra B. Morse, a Notary Public, do

hereby certify that on this 14th day of Dec.,

1990, personally appeared before me, JOYCE L. HUGHETT, who,

being by me first duly sworn, declared that she is the Assistant

Secretary of Clearwater Communications, Inc., that she signed

the foregoing document as Assistant Secretary of the Corporation,

and that the statements therein contained are true.

Terri B. Morse

Notary Public for Idaho

Residing at CDA, ID

My Commission expires: 8-92

WRITTEN CONSENT OF SHAREHOLDERS
TO DISSOLVE CLEARWATER COMMUNICATIONS, INC.

DEC 28 10 31 AM '90
SECRETARY OF STATE

Pursuant to the provisions of Section 30-1-83 of the Idaho Business Corporation Act, the shareholders of the below named corporation consent in writing to dissolve said corporation:

FIRST: The name of the corporation is Clearwater Communications, Inc.

SECOND: Each of the shareholders whose signature is affixed to this consent hereby consents in writing to the voluntary dissolution of the corporation pursuant to the provisions of the Idaho Business Corporation Act. The signature of the shareholders constitutes authority to dissolve.

DATED this 14TH day of DECEMBER, 1990.

ADI COMMUNICATIONS, INC.

By



President

ATTEST:



Assistant Secretary

STATE OF IDAHO)
 ss.
County of Kootenai)

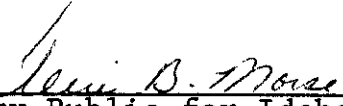
TED W. HUGHETT, being first duly sworn, on his oath, deposes and states that: He is the President of Clearwater Communications, Inc, an Idaho corporation, and that the foregoing Written Consent of Shareholders to Dissolve has been signed by all of the shareholders of said corporation or signed in their names by their attorneys thereunto duly authorized.

DATED this 14th day of Dec., 1990.



Ted W. Hughett, President

SUBSCRIBED and sworn to this 14th day of Dec.,
1990, before me a Notary Public for the State of Idaho.



Notary Public for Idaho
Residing at Coeur d'Alene
My Commission expires: 8-92