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NO. **COPY**
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CLARENCE A. PLANTING, Clerk
By SUSAN K. LEE
Deputy

IN THE DISTRICT COURT OF THE FOURTH JUDICIAL DISTRICT OF THE
STATE OF IDAHO, IN AND FOR THE COUNTY OF ADA

In the Matter of the Appli-)	
cation for the Dissolution of)	CASE NO. 49866
ASSOCIATES DISCOUNT CORPORATION)	
OF IDAHO, a corporation.)	DECREE OF DISSOLUTION
_____)	

The duly verified Voluntary Application for Corporate
Dissolution of Associates Discount Corporation of Idaho,
a corporation, signed by a majority of the Board of Directors
having the management of the affairs of said company and
filed with the Court, came on regularly for hearing before
this Court sitting without a jury on April 4, 1973, on
the Application of William W. Sherrill and T. R. Evans,
the majority of the duly elected, qualified and acting Directors
of said company.

It appears from an examination of the files and
records of this Court in the above-entitled matter that
this Court so finds that said verified Application was filed
with this Court on February 2, 1973. That an Order was
duly given, made and entered on February 2, 1973, that said
verified Application be filed with the Clerk of this Court
and that not less than thirty (30) days notice of said Application
be given by publication in the Intermountain Observer, a

weekly newspaper of general circulation published in Ada County, State of Idaho once each week for five consecutive weeks commencing March 3, 1973; that the time for said publication has expired. Proof of said publication has been made in conformity with the requirements and provisions of the Idaho Code, Title 9, Chapter 8.

No person or persons having appeared, plead, or filed objections to said verified Application with this Court on or before April 4, 1973, as provided in said notice. The time allowed by law and provided by said Order and Notice for appearing, pleading or filing such objections has expired and the default of all those who failed to appear, plead or file objections to said Application has been entered by this Court according to law.

Oral and documentary evidence was thereupon introduced in support of said verified Application for corporate dissolution of Associates Discount Corporation of Idaho, and the evidence having then been closed, the cause was submitted to this Court for consideration and decision. This Court having heard and examined the evidence and all matters and proceedings herein mentioned, and having duly considered the same and being fully advised in the premises, does hereby find as follows:

1. That Associates Discount Corporation of Idaho is a corporation organized and existing under and by virtue of the laws of the State of Idaho with its principal office and place of business located in Boise City, Ada County, State of Idaho.

2. That the authorized number of Directors of said company is now and at all times mentioned herein has been

three (3) persons. The names and post office addresses of each duly elected, qualified and acting Director of said company are as follows:

<u>DIRECTOR:</u>	<u>ADDRESS:</u>
William W. Sherrill	100 North Center Street Mishawaka, Indiana
T. R. Evans	1323 East Wayne North South Bend, Indiana
J. D. Barnette	874 East Shore Drive Culver, Indiana

3. That all claims and demands against said company have been satisfied and discharged.

4. That the names of the officers of said company and the post office address of each of them are as follows:

<u>OFFICE:</u>	<u>NAME:</u>	<u>ADDRESS:</u>
President	T. R. Evans	1323 East Wayne North South Bend, Indiana
Sr. Vice President	H. D. Showalter	59565 Bremen Highway Mishawaka, Indiana
Secretary	T. S. Landis	52701 Arbor Drive South Bend, Indiana
Treasurer	K. T. Nagle	1229 East Jefferson South Bend, Indiana

5. That a special meeting of the stockholders of said company was held at South Bend, Indiana on the 27th day of June, 1969, pursuant to a formal Call and Waiver of Notice, for the purpose of considering and acting upon the question of dissolving the corporation. That the holders of record of at least two-thirds of the outstanding capital stock of the corporation were present in person or represented by proxies, and that it was resolved and directed by the holders of at least two-thirds of the outstanding capital stock of the corporation that the directors take all necessary steps and proceedings to dissolve said corporation. A copy of the

minutes of said meeting is marked as "Exhibit A" and is attached hereto as if set forth in full herein.

6. That all of the statements set forth in said verified Application appear to be true and correct.

7. That Associates Discount Corporation of Idaho, a corporation organized and existing under and by virtue of the laws of the State of Idaho, should be dissolved.

THEREFORE, IT IS HEREBY ADJUDGED, ORDERED AND DECREED:

1. That Associates Discount Corporation of Idaho, a corporation organized and existing under and by virtue of the laws of the State of Idaho with its principal office and place of business located in Boise City, Ada County, State of Idaho shall be, and the same is, hereby dissolved.

2. That William W. Sherrill, T. R. Evans and J. D. Barnette, the current duly elected, qualified and acting members of the Board of Directors of said company be and the same are hereby designated and authorized by operation of law to act as the trustees of the creditors and stockholders of said company with full power to settle the affairs of said company and to distribute and convey all of the property of said company to its stockholders in settlement of its affairs and in complete liquidation of said company in accordance with the provision of the Idaho Code, Section 30-159.

Done in open Court this 4th day of April, 1973.

J. RAY DURTSCHI
DISTRICT JUDGE

STATE OF IDAHO
COUNTY OF ADA
SS.

I, CLARENCE A. PLANTING, CLERK OF THE DISTRICT COURT OF THE FOURTH JUDICIAL DISTRICT OF THE STATE OF IDAHO, IN AND FOR THE COUNTY OF ADA, DO HEREBY CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF THE ORIGINAL ON FILE IN THIS OFFICE. IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL THIS 4 DAY OF April 1973.

CLARENCE A. PLANTING, CLERK
BY Dusan J. Lee DEPUTY