

FILED

97 NOV 17 PM 2:16
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 30-1-92 OF THE
IDAHO BUSINESS CORPORATION ACT

97 NOV -7 AM 8:40

SECRETARY OF STATE
STATE OF IDAHO

OF

POMERELLE PORTRAIT DESIGN STUDIOS EAST, INC.

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 Pomerelle Portrait Design Studios East, Inc.

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

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Evelyn Hymas	3400 West 3200 North Moore, ID 83255	President
Robert Maloney	2580 Sunridge Circle Twin Falls, ID 83301	First Vice President
Clyde C. Hymas	3400 West 3200 North Moore, ID 83255	Second Vice President
Janell Maloney	2580 Sunridge Circle Twin Falls, ID 83301	Secretary

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 in the Articles of Incorporation, then in proportion to their respective rights and interests.

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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 or a verified copy of the resolution to dissolve is annexed hereto.

DATED This _____ day of September, 1997.

POMERELLE PORTRAIT DESIGN
STUDIOS EAST, INC.

By: Evelyn Hyman
Evelyn Hyman, President

By: Janell Maloney
Janell Maloney, Secretary

VERIFICATION

STATE OF IDAHO)
) ss.
County of Twin Falls)

I, EVELYN HYMAN, being first duly sworn on my oath, depose and say:

That I am President of Pomerelle Portrait Design Studios East, Inc., a corporation; that I have read the foregoing Articles of Dissolution, know the contents thereof, and that the matter and things therein set forth are true to the best of my knowledge, information, and belief, except as to those matters therein stated to be on information and belief, and as to those matters, I believe them to be true.

Evelyn Hyman
EVELYN HYMAN

SUBSCRIBED AND SWORN to before me this 24 day of October, 1997.

Quentin D. Bailey
NOTARY PUBLIC FOR IDAHO

Residing at: Chico, Idaho

My commission expires: 01-01-1999

VERIFICATION

STATE OF IDAHO)
) ss.
County of Twin Falls)

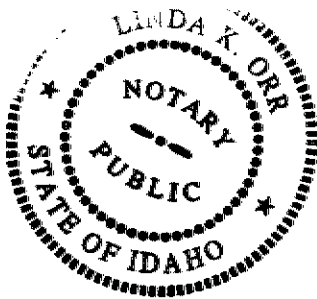
I, JANELL MALONEY, being first duly sworn on my oath, depose and say:

That I am Secretary of Pomereille Portrait Design Studios East, Inc., a corporation; that I have read the foregoing Articles of Dissolution, know the contents thereof, and that the matter and things therein set forth are true to the best of my knowledge, information, and belief, except as to those matters therein stated to be on information and belief, and as to those matters, I believe them to be true.

Janell Maloney
JANELL MALONEY

SUBSCRIBED AND SWORN to before me this 15th day of ^{October} ~~September~~, 1997.

Linda K. Orr
NOTARY PUBLIC FOR IDAHO
Residing at: Hazelton
My commission expires: 3-18-2002



CERTIFIED COPY OF CORPORATE RESOLUTION

OF

POMERELLE PORTRAIT DESIGN STUDIOS EAST, INC.

I certify that the following resolutions were adopted by the Board of Directors of Pomerelle Portrait Design Studios East, Inc. on Sept 9, 1997; upon the affirmative vote of a majority of the shareholders:

RESOLVED that the Corporation be dissolved pursuant to Idaho Code Section 30-1-84, et seq.

RESOLVED FURTHER, that the proper officers of the Corporation be and they are hereby directed and authorized to execute any and all such documents necessary to effectuate the termination of the plan.

DATED This 9 day of Sept, 1997.

Janell Maloy
Secretary

WRITTEN CONSENT OF SHAREHOLDERS
TO DISSOLVE POMERELLE PORTRAIT DESIGN STUDIOS EAST, INC.

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 Pomerelle Portrait Design Studios East, 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 9 day of Sept, 1997.


EVELYN HYMAS


CLYDE C. HYMAS


ROBERT MALONEY


JANELL MALONEY

CERTIFICATE

STATE OF IDAHO)
) ss.
County of Twin Falls)

EVELYN HYMAS, being first duly sworn, on his oath, deposes and states that: she is the President of Pomerelle Portrait Design Studios East, 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 4 day of October, 1997.


EVELYN HYMAS

SUBSCRIBED AND SWORN to this 4 day of October, 1997.


NOTARY PUBLIC FOR IDAHO

Residing at: Moore, Id.

My commission expires: Sept. 1, 1999