

FILED

ARTICLES OF DISSOLUTION

**TO: The Secretary of the State of Idaho
Office of the Secretary of State
700 West Jefferson, Basement West
P.O. Box 83720
Boise, Idaho 83720-0080**

**Pursuant to Title, 30 Chapter 1, Idaho Code
the undersigned corporation has elected to dissolve.**

1. The name of the corporation is: Morgan Bros. Co. Inc.
1305 Main Street
Lewiston, Idaho 83501
2. The names and addresses of the last officers and directors of the corporation and their respective offices are as follows:

Russell Morgan	President
Patricia Morgan	Secretary
3. Notice as required by Idaho Code Section 30-1-87 has been given.
4. All debts, obligations, and liabilities of the corporation have been paid and discharged or alternatively, adequate provisions have been made therefore in the Plan of Dissolution and Agreement. A copy of which is attached.
5. All remaining property and assets of the corporation have been distributed in accordance with the attached Plan of Dissolution and Agreement.
6. There are no suits pending against the corporation in any court
7. The dissolution has received the unanimous written consent of the shareholders. The dissolution is pursuant to a resolution to dissolve adopted in the manner required by Idaho Code Section 30-1-84.

8. The dissolution shall be effective on: July 1, 1999

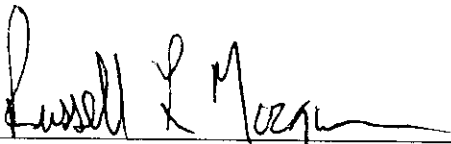
IDAHO SECRETARY OF STATE

08/16/1999 09:00
CK: 1439 CT: 43311 BH: 242422


1 @ 30.00 = 30.00 PROF DISSO # 2

C 31230

DATED this 5th day of August, 1999.



Russell Morgan, President



Patricia Morgan, Secretary