

ORIGINAL

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STATE OF IDAHO

ARTICLES OF DISSOLUTION  
OF  
REHART AND ORTON, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, do hereby sign and acknowledge the following Articles of Dissolution, in duplicate originals, and state as follows:

ARTICLE I.

The name of the corporation is REHART AND ORTON, INC. and its post office address is HCO-1, P.O. Box 245, Wallace, Idaho, 83873. The corporations physical address is 21428 Coeur d'Alene, River Road, Prichard, Idaho.

ARTICLE II.

The date of issuance of its certificate of incorporation was the 10th day of May, 1994.

ARTICLE II.

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

<u>Name</u>	<u>Address</u>
ROY D. ORTON President/Secretary	115 River Street Wallace, Idaho 83873
CLIFFORD REHART Vice President/Treasurer	HCO-1, Box 245 Wallace, Idaho

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Both of the above officers and directors of the corporation were also the incorporators and initial directors, and they represent the majority of officers and directors and they have elected that the corporation be dissolved.

ARTICLE III.

None of the corporations shares of stock has been issued.

ARTICLE IV.

The corporation has been an on-going business entity operating under the Laws of the State of Idaho.

ARTICLE V.

The amount, if any, actually paid in on subscriptions for its shares, less any part thereof disbursed for necessary expenses, has been returned to those entitled thereto.

ARTICLE VI.

The noticed required by Idaho Code §30-1-87 has been given.

ARTICLE VII.

All debts, obligations and liabilities of the corporation have been paid, discharged, or adequate provisions have been made therefor. *to the BEST of my knowledge (CB)*

ARTICLE VIII.

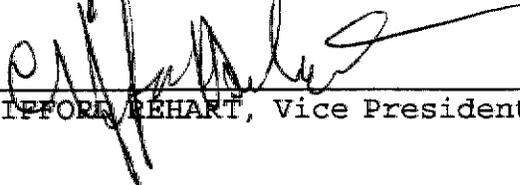
There are no suits pending against the corporation in any court.

ARTICLE IX.

This dissolution is pursuant to a resolution to dissolve adopted in the manner required by Section 30-1-84, Idaho Code.

The President/Secretary and the Vice President/Treasurer have signed these Articles of Dissolution this \_\_\_\_ day of \_\_\_\_\_, 1997.

  
\_\_\_\_\_  
ROY D. ORTON, President/Secretary

  
\_\_\_\_\_  
CLIFFORD REHART, Vice President/Treasurer

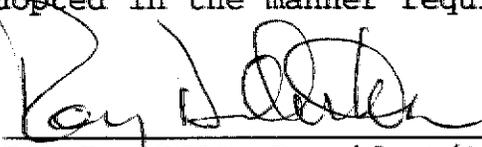
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VERIFICATION

STATE OF IDAHO )  
                  ) ss.  
County of Shoshone )

ROY D. ORTON, being first duly sworn upon oath, deposes and states as follows:

I am the President of REHART AND ORTON, INC. and am one of the officers who signed the foregoing Articles of Dissolution. The foregoing Articles of Dissolution are true and correct to the best of my knowledge and belief, and are executed pursuant to a resolution to dissolve adopted in the manner required by Section 30-1-84, Idaho Code.

  
\_\_\_\_\_  
ROY D. ORTON, President/Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_ day of \_\_\_\_\_, 1997.

\_\_\_\_\_  
Notary Public for Idaho  
Residing at:  
My commission expires:

\* \* \* \* \*

STATE OF IDAHO                    )  
                                      ) ss.  
County of Shoshone                )

On this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, before me personally appeared ROY D. ORTON and CLIFFORD REHART, known to me to be the person(s) whose name(s) appear on the foregoing instrument and acknowledged to me that they executed the same.

WITNESS MY HAND and official seal on the day and year first above written.

\_\_\_\_\_  
Notary Public for \_\_\_\_\_  
Residing at:  
My commission expires:

\* \* \* \* \*  
\* \* \* \* \*  
\* \* \* \* \*

RESOLUTION AUTHORIZING DISSOLUTION OF CORPORATION

BE IT HEREBY RESOLVED THAT:

1. Parties. The officers of REHART AND ORTON, INC., with principal offices at 21428 Coeur d'Alene River Road, Pritchard, Idaho, incorporated under the laws of Idaho, are authorized by the Board of Directors to take any necessary actions to pay, discharge, or adequately provide for the payment of all debts, obligations and liabilities of the corporation, to distribute the assets of the corporation as provided for in the Articles of Incorporation, and to dissolve the corporation.

2. Notice to Creditors. Notice to Creditors shall be given as provided by law.

3. Documents. The President/Secretary and Vice President/Treasurer of the Corporation are to execute and deliver any necessary instruments to carry out this Resolution, as well as to execute any documents in order to enable the assets of the Corporation to be distributed.

4. Signature of Board of Directors. The signatures of the members of the Board of Directors of the Corporation shall constitute authority to dissolve the Corporation.

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 1997.

  
\_\_\_\_\_  
ROY D. ORTON, President/Secretary

  
\_\_\_\_\_  
CLIFFORD REHART, Vice President/Treasurer

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