

ORIGINAL

ARTICLES OF DISSOLUTION  
OF A NON-PROFIT CORPORATION  
MULLAN TELEVISION COMPANY, INC.

FILED EFFECTIVE

KNOW ALL MEN BY THESE PRESENTS: That EDITH V. NEWELL, Secretary of the corporation and the undersigned herein, does hereby sign and acknowledge the following Articles of Dissolution for a non-profit corporation, in duplicate originals, and state as follows:

ARTICLE I.

At the time of incorporation, the name of the non-profit corporation was MULLAN TELEVISION COMPANY. Since that time MULLAN TELEVISION COMPANY has done business as the MULLAN TELEVISION COMPANY, INC. Its mailing address is P.O. Box 615, Mullan, Idaho, 83846. The non-profit corporation was incorporated on the 8<sup>th</sup> day of July 1954.

ARTICLE II.

The non-profit corporation has not issued any corporate shares during its existence. However, the corporation offered memberships to those individuals utilizing the television services provided by the corporation. The memberships were never intended, nor were they granted in lieu of shares of stock in the corporation.

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### ARTICLE III.

The notice of dissolution of the corporation to the membership and creditors has been given as required by Idaho Code §30-1-141.

### ARTICLE IV.

All debts, obligations and liabilities of the non-profit corporation have been paid, discharged, or adequate provisions have been made for payment and no debt remains unpaid.

### ARTICLE V.

All remaining property and net assets of the corporation have been distributed in accordance with the distribution provision in the Corporate Bylaws and Idaho State Law.

### ARTICLE VI.

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

### ARTICLE VII.

Dissolution was authorized on March 3, 2005, by Resolution No: 001 and as required by law and the articles of incorporation and/or bylaws of the corporation, at a regularly conducted annual meeting of the corporation. The membership present at the meeting voted on said resolution by approval by a majority vote of the members then present at the annual meeting.

The total number of members entitled to vote is **201**. The total number of members present at the annual meeting was **36**.

All 201 members received notice by mail of the annual meeting along with a ballot for purposes of voting absentee. Notice of the annual meeting was also published in the local newspaper of general circulation.

The number of votes cast by the members entitled to vote on dissolving the corporation was as follows: **33** (FOR) **3** (AGAINST) **165** (NO RESPONSE RECEIVED).

The total number of votes cast FOR dissolution by the members was a majority of the members present and therefore was sufficient for approval to dissolve the corporation and was in accordance with the articles of incorporation and bylaws of the corporation.

ARTICLE VIII.

The Secretary of the corporation has signed these Articles of Dissolution on this 22 day of July, 2005, and the dissolution of the non-profit corporation shall be effective upon the date of its articles of dissolution.

Edith V. Newell  
EDITH V. NEWELL, Secretary

\* \* \* \* \*

VERIFICATION

STATE OF IDAHO       )  
                          ) ss.  
County of Shoshone )

EDITH V. NEWELL, being first duly sworn upon oath, deposes and states as follows:

1. I am the Secretary of MULLAN TELEVISION COMPANY, INC., and I am the person who signed the foregoing Non-profit Articles of Dissolution.

2. The foregoing Articles of Dissolution are true and correct to the best of my knowledge and belief.

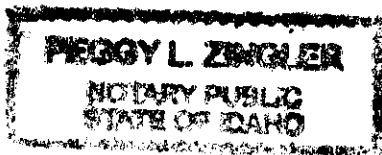
3. The Articles of Dissolution are executed pursuant to a resolution of the corporation to dissolve the corporation Resolution No. 001.

4. The Resolution No. 001 of the corporation was adopted in the manner required by Section 30-1-84, Idaho Code and was by a majority vote of the membership present to vote and was in accordance with the articles of incorporation and bylaws of the corporation.

DATED this 22 day of July, 2005.

Edith V. Newell  
EDITH V. NEWELL, Secretary

SUBSCRIBED AND SWORN to before me this 22 day of July, 2005.



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

P. Ziegler  
Notary Public for Idaho  
Residing at: Mullan  
My commission expires: 10-11-05

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