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APR 18

SECRETARY
COMMONWEALTH OF

Minutes of the Special Meeting
of
Paducah Aviation Corporation
held at 862 5th Avenue So., Naples, FL 33940

A special meeting of the Directors and Shareholders of PADUCAH AVIATION CORPORATION, a Kentucky corporation, which is authorized to do business in the State of Florida, was held at 862 5th Avenue So., Naples, Florida 33940, pursuant to a Waiver of Notice attached hereto.

The following directors were present: Molly S. Root, Charlotte S. Staton and Lisbeth S. Wilson being all of the Directors of the Corporation.

The following Shareholders were present, in person or by proxy:

5584

<u>STOCKHOLDER</u>	<u>SHARES</u>	
Joseph Purky Residual Trust	33-1/3'	RECEIVED AND
Charlotte S. Staton	10	
Molly S. Root	10	DATE <u>APR 18 1988</u>
Tandy S. Perry	10	TIME <u>8:42 am</u>
Lisbeth S. Wilson	10	AMOUNT <u>\$15.00</u>
Russell Smith Bryant	6-2/3	
Hillary L. Root	3-1/3	
Amy C. Root	3-1/3	
Barbara L. Perry	3-1/3	
C. Michael Perry	3-1/3	
Kenneth Casey Wilson	3-1/3	BY <u>KKB</u>
Emily C. Wilson	3-1/3	

Molly S. Root acted as Chairman and Lisbeth S. Wilson acted as Secretary of the meeting. The Chairman declared that all Directors and Shareholders were present in person or by proxy and that all had executed a Waiver of Notice of the meeting. The Chairman then announced the purpose of the meeting was to consider the dissolution of the Corporation and to adopt a plan of liquidation of the assets of the Corporation.

A discussion ensued, and the following resolutions were unanimously adopted by the Board of Directors and Shareholders of the Corporation:

WHEREAS, the Shareholders and Directors of the Corporation have determined that it is advisable and beneficial for the Corporation that it be liquidated and dissolved; and

WHEREAS, a resolution of intent to dissolve the Corporation was filed with the Secretary of State on ~~November 14~~, 1988; and
12-29

WHEREAS, all items contained in the intent resolution have been accomplished; and

WHEREAS, all debts, obligations and liabilities of the Corporation have been paid; and

WHEREAS, all the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests; and

WHEREAS, there are no suits pending against the Corporation in any court;

Therefore be it resolved, that PADUCAH AVIATION CORPORATION is hereby voluntarily dissolved by unanimous vote of its Directors and Shareholders this 12th day of April 1989, and the Secretary of State of the Commonwealth of Kentucky is requested to issue a certificate of dissolution in accord with the provisions of K.R.S. 271A.465.

There being no further business to come before the meeting, it was, upon motion to be made, seconded and unanimously carried, adjourned.

Dated: April 12, 1989

Molly S. Root
Molly S. Root, Chairman

Lisbeth S. Wilson
Lisbeth S. Wilson, Secretary

We, the undersigned shareholders and directors of PADUCAH AVIATION CORPORATION, have read these minutes and hereby approve, ratify and confirm all business transacted as reported herein and in signification of our approval, ratification and confirmation, and of our consent to any and all acts done at the meeting do hereby sign our names.

SHAREHOLDERS:

JOSEPH PURKY RESIDUAL TRUST
THIRD NATIONAL BANK, TRUSTEE

By: Samuel Wood VP & TA

Charlotte S. Staton
CHARLOTTE S. STATON

Molly S. Root
MOLLY S. ROOT

Fandy S. Perry
FANDY S. PERRY

Lisbeth S. Wilson
LISBETH S. WILSON

Russell Smith Bryane
RUSSELL SMITH BRYANE

Hillary L. Root by HSR
HILLARY L. ROOT

Amy C. Root by HSR
AMY C. ROOT

Barbara L. Perry by TSP
BARBARA L. PERRY

Michael Perry by TSP
MICHAEL PERRY

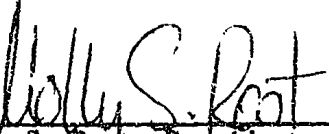
Kenneth Casey Wilson by CW
KENNETH CASEY WILSON

Emily C. Wilson by CW
EMILY C. WILSON

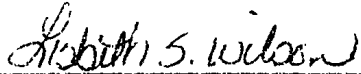
Enclosed please find a certified check in the amount of fifteen (15) dollars
as filing fee.

Respectfully,

PADUCAH AVIATION CORPORATION

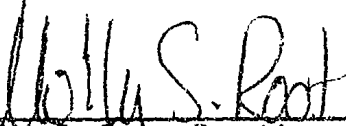


Molly S. Root, President



Lisbeth S. Wilson, Secretary

Verified by:



Molly S. Root, President

PADUCAH AVIATION CORPORATION
862 5th Avenue South
Naples, Florida 33940



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, 40601-3493

BREMER EHRLER
SECRETARY OF STATE

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

State Mailing Address
Room 518
FRANKFORT, KY 40602-0718

CORPORATE FILINGS (502) 564-2848
CORPORATION RECORDS (502) 564-7330

MARCH 27, 1989

HONORABLE MOLLY S. ROOT
862-5TH AVENUE, S.
NAPLES, FLORIDA 33940

RE: PADUCAH AVIATION CORPORATION

DEAR MS. ROOT:

We have received the "Notice of Tax Clearance" from the Secretary of Revenue for the above named corporation. In order to complete dissolution proceedings under KRS 271A, the Corporation must submit triplicate originals of the Articles of Dissolution to this office for filing in compliance with KRS 271A.465 and the filing fee of \$15.00.

For your information, KRS 271B.17-030 provides in pertinent part:

- [1] Except as provided in subsection(2) of this section, the repeal of a statute by 1988 Acts Ch23, § 248 does not affect:
 - (d) Any proceeding, reorganization or dissolution commenced under the statute before its repeal, and the proceeding, reorganization, or dissolution may be completed in accordance with the statute as if it had not been repealed.

Please do not hesitate to call should you have any questions.

Sincerely,

John W. Crimmins
Corporation Division Director

Documents Reviewed By:
Kim Bagwell
Corporation Clerk Principal
(502) 564-2848