

STATE OF TEXAS)
)
COUNTY OF DALLAS)

Signed and sworn to before me this 2nd day of January, 1987 by ROBERT G. MCGRAW, President of Hesco Mfg. Corp.

Carole J. Rucker
Notary Public
Carole J. Rucker
[Type or Print Name]

My commission expires: 4-16-88.

This document has been prepared by:

W. Stephen Swayze
Kilgore & Kilgore
2900 InterFirst Plaza
901 Main Street, LB-180
Dallas, Texas 75202

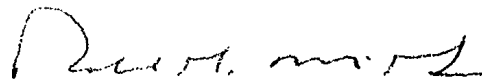
HESCO MFG. CORP

Written Consent of Shareholder

The undersigned, AER, INC., a Texas corporation and the sole shareholder of Hesco Mfg. Corp., a Kentucky corporation, does hereby consent to the dissolution of such company.

AER, INC.

By



President

KILGORE & KILGORE
LAWYERS
2900 INTERFIRST PLAZA
901 MAIN STREET LB 180
DALLAS, TEXAS 75202

RECEIVED

SECRETARY OF STATE
COMMONWEALTH OF KY

(214) 741-6781
CABLE ADDRESS KILGORE
TELEX 73 0422 KILGORE DAL
FAX: (214) 741-2110

January 28, 1987

Secretary of State
of Kentucky
Capitol Building
Frankfort, Kentucky 40601

Attention: Ann Hanley

Re: Hesco Mfg. Corp.

*Edot
1/60/818*

Gentlemen:

Enclosed for filing are four copies of a Statement of Intent to Dissolve Hesco Mfg. Corp. Each copy has been executed by the President and Secretary of the Company. Also enclosed is our check in the amount of \$10.00 to cover the filing fee.

If any problem should arise with regard to this Statement of Intent to Dissolve, please contact the undersigned.

Yours very truly,

Stephen Swayze
W. Stephen Swayze

WSS/ld
Enc.



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, 40601

~~102008~~

DREXELL R. DAVIS
SECRETARY OF STATE

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

February 2, 1987

SECRETARY OF STATE (502) 564-3490

CORPORATE FILINGS (502) 564-2848

CORPORATION RECORDS (502) 564-7330

Kentucky Revenue Cabinet
Corporate Tax Division
Station 52, P. O. Box 1302
Frankfort, Kentucky 40602

ATTENTION: Supervisor, Corporate Income Tax Section

RE: HESCO Mrg. Corp.
Louisville, Ky.

Domestic Corporation
Incorporation Date - 09/01/77

468100

W. Stephen Swayse
Kilgore & Kilgore
Attorneys At Law
2900 InterFirst Plaza
901 Main Street, LB-180
Dallas, Texas 75202

Gentlemen:

~~XXXXX~~ The above named corporation has filed a Statement of Intent to Dissolve. We are forwarding a copy of that Statement to you, according to the provisions of KRS 271A.415. We also call your attention to KRS 271A.465, which requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can file the Articles of Dissolution.

() The above named corporation has submitted an Application for Withdrawal from Kentucky. We are forwarding to you a copy of that Application, according to the provisions of KRS 271A.590. This provision also requires that we receive tax clearance from the Kentucky Revenue Cabinet before we can issue the Certificate of Withdrawal.

Sincerely yours,
Drexell R. Davis

Drexell R. Davis
Secretary of State

cc: Division of Unemployment Insurance
Contribution Section
Cabinet for Human Resources
CHR Building

COMMONWEALTH OF KENTUCKY
REVENUE CABINET
FRANKFORT
40620

SECRETARY OF STATE
RECEIVED
APR 07 1987

TO: Secretary of State
DATE: April 6, 1987
SUBJECT: HESCO Mrg., Corporation
Date of Intent - 2/02/87

Commonwealth of Kentucky

The above-named corporation has complied with the requirements of the Revenue Cabinet with respect to the filing of returns and the payment of taxes due which are assessed and collected by this Cabinet.

Gary W. Gillis, Secretary
Revenue Cabinet



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, 40601

DREXELL R. DAVIS
SECRETARY OF STATE

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

April 7, 1987

SECRETARY OF STATE (502) 564-3490
CORPORATE FILINGS (502) 564-2848
CORPORATION RECORDS (502) 564-7330

W. Stephen Swayse
Kilgore & Kilgore
Attorneys At Law
2900 InterFirst Plaza
901 Main Street, LB-180
Dallas, Texas 75202

RE: "HESCO Mfg. Corp."

Dear Mr. Swayse:

We have received the "Notice of Clearance" from the Secretary of Revenue for the above-named corporation. This office will issue the Certificate of Dissolution (KRS 271A.465(2)) upon receipt of triplicate originals of the Articles of Dissolution (KRS 271A.460) and the \$15.00 fee (KRS 271A.630(13)).

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

Sincerely yours,

Ruth Ann Powers
Corporation Division Director

by:

Ann Clay Hanly
Corporation Clerk Principal