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Office of Secretary of State
Commonwealth of Kentucky
Frankfort 40601

FRANCES JONES MILLS
SECRETARY OF STATE

TELEPHONE
502-564-3490

July 6, 1982

Commissioner of Revenue
Capitol Annex
Frankfort, Kentucky 40601

Attention: Supervisor, Corporation Income
and License Tax Section

RE: Interstate Finance Corporation of Kentucky
Owensboro, Kentucky

A Kentucky Corporation
Chartered; May 21, 1965

Phyllis Joest
CrediThrift Financial Management Corp.
P. O. Box 59
Evansville, IN 47701

Gentlemen:

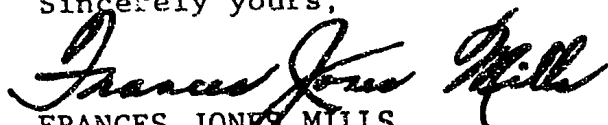
REVOCATION

() 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.425. In doing so, we also call your attention to KRS 271A.465.

() The above-named corporation has filed an application for withdrawal from Kentucky. We are forwarding to you a copy of that application, according to the provisions of KRS 271A.590.

() Other

Sincerely yours,


FRANCES JONES MILLS
Secretary of State

cc: Division of Unemployment Insurance
Contribution Section
Capitol Annex
Frankfort, Kentucky 40601

ORIGINAL COPY
FILED AND RECORDED
SECRETARY OF STATE OF KENTUCKY

SECRETARY OF STATE
RECEIVED

JUL 06 1982
Commonwealth of Kentucky

STATEMENT OF REVOCATION OF VOLUNTARY DISSOLUTION PROCEEDINGS OF

JUL 06 1982

Interstate Finance Corporation of KY

BY WRITTEN CONSENT OF SHAREHOLDERS

James J. Hill
Secretary of State
of the State of Kentucky

Pursuant to the provisions of Section 271A.440 of the Kentucky Business Corporation Act, the undersigned corporation submits the following statement of revocation of voluntary dissolution proceedings upon written consent of all its shareholders:

FIRST: The name of the corporation is Interstate Finance Corporation of KY. 258838

SECOND: The names and respective addresses of its officers are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Wendell L. Dixon	President	601 NW Second St. Evansville, IN
Louis Durfee	Vice President	601 NW Second St. Evansville, IN
Eldo Taylor	Vice President	601 NW Second St. Evansville, IN
George R. Woodruff	Vice President	601 NW Second St. Evansville, IN
R. Bruce Dunlap	Vice President	P.O. Box 4345 Anaheim, CA
Gay E. Francis	Vice President	9730 SW Cascade Ave. Portland, OR
Rossiter A. Armstrong	Vice President	601 NW Second St. Evansville, IN
John J. Bolger	Vice President	601 NW Second St. Evansville, IN
Troy Goodwin	Vice President	601 NW Second St. Evansville, IN
James A. Richards	Vice President	3131 Harvard Ave. Metairie, LA
Fred S. Kohlruss	Vice President	425 University Ave. Palo Alto, CA
David C. Seeley	Vice President	601 NW Second St. Evansville, IN
R. Larry Drake	Secretary	601 NW Second St. Evansville, IN
James E. Robinson	Treasurer	601 NW Second St. Evansville, IN
Lysle I. Abbott	Ass't. Secretary	601 NW Second St. Evansville, IN
Joseph P. Timpone	Vice President	29 NW Fourth St. Evansville, IN
Webster R. Vause	Vice President	601 NW Second St. Evansville, IN

THIRD: The names and respective addresses of its directors are:

<u>Name</u>	<u>Address</u>
Wendell L. Dixon	601 NW Second St., Evansville, Indiana
Louis Durfee	601 NW Second St., Evansville, Indiana
Eldo Taylor	601 NW Second St., Evansville, Indiana
R. Larry Drake	601 NW Second St., Evansville, Indiana
Webster R. Vause	601 NW Second St., Evansville, Indiana

FOURTH: The attached written consent to revocation of voluntary dissolution proceedings has been signed by the sole shareholder of the corporation.

Dated June 22, 1982.

INTERSTATE FINANCE CORPORATION OF KY

By Wendell L. Dixon
Wendell L. Dixon
Its _____ President

By R. Larry Drake
R. Larry Drake
Its _____ Secretary

STATE OF INDIANA)
) SS.
COUNTY OF VANDERBURGH)

I, Sharon K. Kieffner, a notary public, do hereby certify that on this 22nd day of June, 1982, personally appeared before me Wendell L. Dixon, who, being by me first duly sworn, declared that he is the president of Interstate Finance Corporation of KY, that he executed the foregoing document as president of the corporation, and that the statements therein contained are true.

Sharon K. Kieffner
Notary Public

My Commission Expires: 4-18-83
Resident of Vanderburgh Co., IN

(NOTARIAL SEAL)

Prepared by: R. Larry Drake
601 NW Second St.
Evansville, Indiana

R. Larry Drake
Signature of Counsel

UNANIMOUS WRITTEN CONSENT TO
REVOCATION OF VOLUNTARY DISSOLUTION PROCEEDINGS
OF
Interstate Finance Corporation of KY

WE, THE UNDERSIGNED, being all of the shareholders of Interstate Finance Corporation of KY, a corporation organized and existing under the laws of the State of Kentucky, deeming it advisable and most for the benefit of said corporation that the same should continue in existence and not be dissolved, DO HEREBY GIVE OUR CONSENT in writing to revoke the voluntary dissolution proceedings pursuant to the provisions of Section 271A.440 of the Kentucky Business Corporation Act.

AND THE UNDERSIGNED do hereby authorize and empower the proper officers of the corporation to do and perform any and all acts and things necessary or advisable to perfect and carry out the revocation of the dissolution.

IN WITNESS THEREOF, these presents have been signed this
22nd day of June, A.D. 1982.

CREDITHIFT Financial Corporation

BY: Wendell L. Dixon
Wendell L. Dixon, President

Attest: R. Larry Drake
R. Larry Drake, Secretary

41B715
5-78

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF REVENUE
FRANKFORT
40601

TO: Secretary of State
DATE: June 7, 1982
SUBJECT: Interstate Finance Corp. of Ky

Department of Revenue records indicate that the above-named corporation has not complied with the requirements of this department and/or other departments with respect to the filing of tax returns and/or the payment of taxes due.

In accordance with the provisions of KRS 271A.465 and KRS 271A.590 it is requested that approval of the dissolution and/or withdrawal of this corporation be delayed until such time as these requirements are met.

Ronald G. Geary, Commissioner

Department of Revenue

Account No. 10972

UI-4.1
(Rev. 7-79)

COMMONWEALTH OF KENTUCKY
DEPARTMENT FOR HUMAN RESOURCES
BUREAU FOR SOCIAL INSURANCE
DIVISION FOR UNEMPLOYMENT INSURANCE
Frankfort 40621

6-29-82

NOTICE TO FILE OR CORRECT REPORTS

In Reply Refer To: **MM**
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**Interstate Finance Corporation of Ky
@Compensation Tax Mgmt
Commonwealth Bldg
Louisville Ky 40202**

Complete or correct the enclosed form(s) and attach to copy of this notice.

- UI-1-B, Report to Determine Liability.
- UI-3, Contribution Report (Return before due date.)
- Submit individual wage listings on attached copy of form UI-3. (Total individual wages must agree with line 1 of the UI-3.)
- Correct individual gross wage listing on the attached copy of form UI-3 to include total wages paid to individuals this quarter. (Total individual wages must agree with line 1 of the UI-3.)
- Addition of wages on page _____ of attached copy of UI-3, 3A, or wage listing, is not in agreement with page totals. Correct errors or omissions and return.
- UI-21, Report on Change of Ownership or Discontinuance of Business in Whole or in Part.
- UI-47, Claim for Refund of Contributions (Allow six weeks for processing.)
- Form _____ attached on which you failed to complete item(s) _____.
- Please sign attached Form _____.
- Other: **It is necessary we have this information before issuing a clearance to the Secretary of State.**

CC:Secretary of State

ATTN:Corporation Records Division

RETURN WITHIN TEN (10) DAYS TO:

Contributions Branch
Division for Unemployment Insurance
Frankfort, Kentucky 40621

CREDIT THRIFT

FINANCIAL MANAGEMENT CORPORATION



601 N.W. Second Street, P.O. Box 59, Evansville, Indiana 47701 • Telephone: (812) 424-8031

July 2, 1982

SECRETARY OF STATE
RECEIVED
JUL 6 1982

COMMONWEALTH OF KENTUCKY

Ms. Mary Lou Crockett
Secretary of State's Office
Capitol Building
Frankfort, KY 40601-3493

Dear Mrs. Crockett:

Enclosed are four original copies of a Statement of Revocation of Dissolution Proceedings for our Kentucky corporation. (We had previously filed a Statement of Intent to Withdraw in your office.) Also enclosed are four copies of Articles of Amendment for this corporation and a consent to change the name. Filing fees are enclosed for all documents.

Please return, to my attention, two stamped copies of each of these documents so that I may have one for our files and file the other with the county clerk's office.

Thank you for your help.

Sincerely,

Phyllis Joest
Law Clerk

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Enclosures