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Trey Grayson
Secretary of State
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ARTICLES OF DISSOLUTION
OF
THE DERBY CORPORATION

Pursuant to KRS 273.313, the undersigned members of the board of directors of the corporation, constituting a majority, execute the following Articles of Dissolution:

- (a) The name of the corporation is The Derby Corporation;
- (b) There are no members of The Derby Corporation;
- (c) A meeting of the board of directors was held on December 26, 2007, at which time a resolution to dissolve The Derby Corporation was adopted with said resolution receiving a vote of the majority of the directors in office;
- (d) All debts, obligations, and liabilities of The Derby Corporation have been paid and discharged;
- (e) There was not an a plan of distribution adopted by the board of directors;
- (f) All of the remaining property and assets of the corporation either have been or will be transferred, conveyed or distributed in accordance with the provisions of KRS 273.161 to 273.390;
- (g) There are no suits pending against The Derby Corporation in any Court; and
- (h) The undersigned being a majority of the board of directors request that the existence of The Derby Corporation cease except for the purpose of other proceedings and appropriate corporate actions by the directors as provided by law.

IN WITNESS WHEREOF, the undersigned duly authorized members of the board of directors have executed these Articles of Dissolution of The Derby Corporation.

DATED this the 27th day of December, 2007.

THE DERBY CORPORATION

By: Paul C. Harnice, Director
PAUL C. HARNICE, Director

William D. Kirkland

WILLIAM D. KIRKLAND, Director

Ronald C. Switzer

RONALD C. SWITZER, Director