

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF DISSOLUTION OF

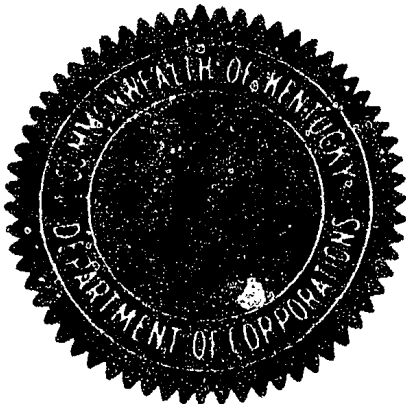
LOUISVILLE AXE & TOOL COMPANY

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that triplicate originals of Articles of Dissolution of

LOUISVILLE AXE & TOOL COMPANY

duly signed and verified pursuant to the provisions of Kentucky Revised Statutes Chapter 271A have been received in this office and comply with the statutes.

Accordingly, as Secretary of State and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Dissolution of the aforesaid corporation.



Witness my official signature and seal of office this 30TH
day of DECEMBER, *19* 87, *at Frankfort, Kentucky.*

Drexell R. Davis

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY FILED

SECRETARY OF STATE OF KENTUCKY

FRANKFORT, KENTUCKY

ARTICLES OF DISSOLUTION

OF

LOUISVILLE AXE & TOOL COMPANY

APR 30 1987
\$15.00
D. J. Davis
SECRETARY OF STATE

Pursuant to the provisions of Section 271A.460 of the Kentucky Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation: 305336

FIRST: The name of the corporation is Louisville Axe & Tool Company.

SECOND: A statement of intent to dissolve the corporation was filed with the Secretary of State of Kentucky on the 6th day of November, 1986, pursuant to the provisions of Section 271A.425 of the Kentucky Business Corporation Act.

THIRD: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FOURTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

FIFTH: There are no suits pending against the corporation in any court for which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against the corporation.

IN WITNESS WHEREOF, the undersigned Corporation, by its President and Assistant Secretary, has executed in triplicate the foregoing Articles of Dissolution on the 18th day of November, 1987.

LOUISVILLE AXE & TOOL COMPANY

By: J. Carter Stewart
J. Carter Stewart, President

and: Charles H. Semple, Jr.
Assistant Secretary

STATE OF KENTUCKY)
) SS
COUNTY OF JEFFERSON)

I, Robert R. Saelinger, a Notary Public, do hereby certify that on this 18th of November, 1987, personally appeared before me J. Carter Stewart, who, being by me first duly sworn, declared that he is the President of Louisville Axe & Tool Company, that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

My commission expires: March 20, 1990.

Robert R. Saelinger
Robert R. Saelinger, State-at-Large

This instrument prepared by:

Robert R. Saelinger
Robert R. Saelinger
OGDEN & ROBERTSON
1200 One Riverfront Plaza
Louisville, Kentucky 40202
(502) 582-1601

OGDEN & ROBERTSON

1200 ONE RIVERFRONT PLAZA
LOUISVILLE, KENTUCKY 40202-2938

RICHARD P. NEWELL
JAMES S. WELCH
JOHN T. BALLANTINE
JEREMY C. CRIDHAM
STEPHEN F. SCHUSTER
SCOTT T. WENZELSHOF
FRANK W. WILLIAMS
GERALD R. LEEFER
WALTER LAPP NILES
DAVID A. HARRIS
STEPHEN A. WATKINS

GREGORY J. BURZALO*
ROBERT R. SAELINGER
GARRISON R. COX
D. BRIAN RATTLEFF
WILLIAM A. BARTH
W. GREGORY KING
ROBERT F. THREMAN
ADRIK. BENSFIELD
THOMAS V. KENNEDY
LISA ANN VOOT
JEANNE R. CLEMENS

Telephone & Teletypewriter
(502) 582-1601
Telex: 5106018109

SQUIRE R. OGDEN (1896-1984)

OF COUNSEL
CHARLES A. ROBERTSON

November 19, 1987

*ALSO ADMITTED IN ILLINOIS

Secretary of State of Kentucky
Corporate Division
Room 154
State Capitol Building
Frankfort, Kentucky 40601

RE: Articles of Dissolution of Louisville Axe & Tool Company

Dear Sir or Madam:

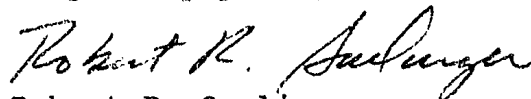
Enclosed are triplicate originals of the Articles of Dissolution of Louisville Axe & Tool Company, which Articles need to be filed pursuant to KRS § 271A.465(1).

Also enclosed is a \$15.00 check made payable to the Kentucky State Treasurer in the payment of the filing fee.

Please return two of the originals, stamped as filed, to my attention.

Thank you for your cooperation.

Very truly yours,


Robert R. Saelinger

RRS:amb

Enclosures

cc: J. Carter Stewart

RECEIVED

DEC 30 1987

SECRETARY OF STATE
COMMONWEALTH OF KY



COMMONWEALTH OF KENTUCKY
OFFICE OF SECRETARY OF STATE
FRANKFORT, KENTUCKY

DREXELL R. DAVIS
SECRETARY OF STATE

SECRETARY OF STATE (502) 564-3490

CORPORATE FILINGS (502) 564-2848

CORPORATION RECORDS (502) 564-7330

CLINTON H. NEWMAN II
ASSISTANT SECRETARY OF STATE

December 23, 1987

OGDEN & ROBERTSON
ATTN: ROBERT R. SAELINGER
1200 ONE RIVERFRONT PLAZA
LOUISVILLE, KENTUCKY 40202-2938

RE: "LOUISVILLE AXE & TOOL COMPANY"

Dear MR. SAELINGER:

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:

Kim Bagwell
Corporation Clerk Principal

COMMONWEALTH OF KENTUCKY
REVENUE CABINET
FRANKFORT
40620

SECRETARY OF STATE
RECEIVED
DEC 23 1987

TO: Secretary of State
DATE: December 22, 1987
SUBJECT: Louisville Axe & Tool Company
Date of Intent - 11-6-86

3944
OK

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.

G. Emmett Calvert, Secretary

Revenue Cabinet

Account No. 