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## COMMONWEALTH OF KENTUCKY OFFICE OF SECRETARY OF STATE

FRANKFORT, 40801

DREXELL R. DAVIS SECRETARY OF STATE

CLINTON H NEWMAN II ASSISTANT SECRETARY OF STATE December 21, 1984

SECRETARY OF STATE (6)21 564-3490

CORPORATE FILINGS (502) 564 2848

CORPORATION RECORDS (\$02) 564-7330

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

Attention:

Supervisor, Corporate Income Tax Section

RE:

Kee Johnson Co.

Louisville, Kentucky

Domestic Corporation

Incorporation Date - 08/27/52

Michael E. Lannon Ewen, MacKenzie & Peden

Attorneys At Law 650 Starks Building

Louisville, Kentucky 40202-2509

## Gentlemen:

XXXXXXX) 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. 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,

Dariel R. Davis
Secretary of State

cc: Division of Unemployment Insurance Contribution Section Cabinet for Human Resources CHR Building ORIGINAL COPY FILED SECRETARY OF STATE OF KENTÜCKY

DEC 2.1 1984 Pro-

DREJECT T. LIERS
BECRETARY OF STATE

STATEMENT OF INTENT TO DISSOLVE KEE JOHNSON CO. BY ACT OF THE CORPORATION RECEIVED

DEC 21 1934

COMMONWIALTH OF KENTUCKY

Pursuant to the provisions of Section 271A.420 of the Kertucky Revised Statutes, the undersigned corporation submits the following statement of intent to dissolve the corporation by act of the corporation.

FIRST: The name of the corporation is KEE JOHNSON CO.

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

Acres ...

	<u>мате</u>	Office	Address	The Control of the Co
	John B. Johnson	President	5800 Coach Gate Wyr Louisville, KY	
	Yvonne M. Palmer	Secretary/ Treasurer	5800 Coach Gate Wyr Louisville, KY	de, Unit 315 40207
are:	THIRD: The names	and respective	addresses of its dire	ctors
	Name		Addrace	375888

<u>Name</u>	Address
John B. Johnson	5800 Coach Gate Wynde, Unit 317 Louisville, KY 40207
Yvonne M. Palmer	5800 Coach Gate Wynde, Unit 315 Louisville, KY 40207
J. C. Ferree	7206 Arrowhead Road Louisville, KY 40222
H. Scott Davis	416 West Jefferson Street Louisville, KY 40202

FOURTH: The following resolution to dissolve the corporation was adopted by the shareholders of the corporation on November 20, 1984:

RESOLVED: That the plan of Liquidation and Dissolution pursuant to Section 337 of the Internal Revenue Code previously adopted by the Directors of the Corporation in the form prosonted to the Shareholders be, and the name hereby is, approved and adopted.

FIFTH: The number of shares of the corporation outstanding at the time of such adoption was 450; and the number of shares entitled to vote thereon was 450.

SIXTH: The number of shares voted for such resolution was 396; and the number of shares voted against such resolution was -0-.

SEVENTH: The number of shares of each class entitled to vote thereon as a class voted for and against such resolution, respectively, was:

Class

Number of Shares Voted
For Against

One Class Only

396

-0-

Dated: December /8 , 1984.

KEE JOHNSON CO.

By John B John Ch

man to Blond

Moone M. Polmer, Secretary

STATE OF RENTUCKY

SS.

COUNTY OF JEFFERBON

that on this (FH day of December, 1984, personally appeared before me Toke B Johnson and Growne M. Palmer, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of KE Tokeson C.

that hey signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

Notary Public

My Commission expires

THIS INSTRUMENT PREPARED BY:

My Commission Expires Nov. 12, 1986

Ewen, MacKenzie & Peden, P.S.C.

By:

Michael Earling 650 Stacks Milding Louisville, KY 40202

(502) 5981110

## EWEN, MACKENZIE & PEDEN, P. S. C.

ALFORNEYS AT LAW

680 STARKS BUILDING

AMEA CODE BOS

880 517

LOUISVILLE, KENTUCKY 40202-2800

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Descember 19, 1984

SECULTARY OF STATE

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11 (6)81 1984

Hon. Drexel R. Davis Secretary of State Capital Building Frankfort, KY 40001

VICTOR W. EXEN

WILLIAM A MACHENZIE WILLIAM B. PEDEN

WILLIAM B. PEDEN JOHN G. CRUTCHFIELD WATHE J. CARROSE, TURMAR D. MINSTER JAHES G. DO BET

WH. CEIPTON THAVIS G. DUNCAN GARRISON IVAIL J. SCHELL HIPTREEL E-LOHNUIL

A, CAMPBELL EWEN MAXINE E, BIFER HOREBY A, MARSHALL

Communwealth of Kentucky

Rer Statement of Intent to Dissolve REE Johnson Co. 34 Pt. SS Johnson Co. 34 Pt. SF Johnson Co. 34 Pt.

Dear Secretary Davis:

I am enclosing four executed copies of a Statement of Intent to Dissolve by act of the corporation for each of the above-named corporations.

t am also one losing a check in the amount of \$10.00, representing the filing fee of \$10.00 for each of the three Statements of Intent to Dissolve.

If these Statements are satisfactory, it is my understanding that you will forward one copy of each to the Revenue Cabinet, and return two copies of each to me.

Please let me know if you have any questions. Thank you for your cooperation.

Sincerely,

Michael E. Ladords

MEL:mt Enclosures

eer Mr. J.H. Johnson Mr. George Krauser