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Alison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
8/1/2013 10:14 AM  
Fee Receipt: \$40.00

**ARTICLES OF DISSOLUTION**  
**of**  
**KENTUCKY FUNERAL DIRECTORS BURIAL ASSOCIATION, INC.**

Pursuant to the applicable provisions of Subtitle 14 of Chapter 271B of the Kentucky Revised Statutes, the Kentucky Funeral Directors Burial Association, Inc., a Kentucky corporation, (the "Corporation") sets forth the following Articles of Dissolution for such Corporation:

1. The name of the Corporation is Kentucky Funeral Directors Burial Association, Inc.
2. The Corporation's dissolution was authorized by the Board of Directors on December 5, 2012 and recommended and submitted to the Shareholders at a meeting called for that purpose on March 19, 2013. The dissolution was approved by the Shareholders.
3. There were two hundred ninety-three (293) votes entitled to be cast by the Corporation Shareholders on the proposal to dissolve the Corporation and wind-up its business affairs. One hundred sixty-three (163) votes were cast for the proposal and zero (0) votes were cast against the proposal. Voting by Shareholder groups was not required. The votes by the Shareholders were sufficient for approval.
4. The effective date of these Articles of Dissolution shall be upon the date of filing.
5. I declare under penalty of perjury under the laws of the State of Kentucky that the foregoing is true and correct.

KENTUCKY FUNERAL DIRECTORS  
BURIAL ASSOCIATION, INC.

By:

  
Joe Ben Tucker, Chairman and President

Date:

7/10/2013