



COMMONWEALTH OF KENTUCKY  
OFFICE OF SECRETARY OF STATE  
FRANKFORT, 40601-3493

BREMER EHRLER  
SECRETARY OF STATE

CLINTON H. NEWMAN II  
ASSISTANT SECRETARY OF STATE

SECRETARY OF STATE (502) 564-3490

CORPORATE FILINGS (502) 564-2848

CORPORATION RECORDS (502) 564-7330

August 23, 1988

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

Attention: Supervisor, Corporate Income Tax Section

RE: Virginia Avenue Tobacco Warehouse Company  
Lexington, Kentucky 40502

Domestic Corporation  
Incorporation Date - 09-15-1922

Wyatt, Tarrant & Combs  
Attn: Lynne Ellis  
250 W. Main Street  
Lexington, Kentucky 40507-1383

Gentlemen:

XXXXXX] 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.415. 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,

Bremer Ehrler  
Secretary of State

cc: Division of Unemployment Insurance  
Contribution Section  
Cabinet for Human Resources  
CHR Building

KCP  
1983  
\$10,000

STATEMENT OF INTENT TO DISSOLVE

Pursuant to the provisions of KRS 271A.425, the undersigned corporation executes the following statement of intent to dissolve the corporation by act of the corporation.

FIRST: The name of the corporation is Virginia Avenue Tobacco Warehouse Company.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Robert L. Stivers	President	3033 Tates Creek Road Lexington, KY 40502
Audrey F. Stivers	Vice-President	3033 Tates Creek Road Lexington, KY 40502
Richard S. Smith	Secretary- Treasurer	2132 Ami Lane Lexington, KY 40506

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

<u>Name</u>	<u>Address</u>
Robert L. Stivers	3033 Tates Creek Road Lexington, Kentucky 40502
Audrey F. Stivers	3033 Tates Creek Road Lexington, Kentucky 40502
Richard S. Smith	2132 Ami Lane Lexington, KY 40506

FOURTH: The following resolution to dissolve the corporation was adopted by the shareholders of the corporation on August 23, 1988:

RESOLVED, that, pursuant to KRS 271A.415, the undersigned shareholders hereby consent to and approve of the dissolution and liquidation of the Corporation in accordance with the laws of the Commonwealth of Kentucky and pursuant to Section 337 of the Internal Revenue Code of 1954, as amended, and Section 633(d) of the Tax Reform Act of 1986;

RESOLVED, that the aforesaid dissolution and liquidation of the Corporation be effected through the Plan of Liquidation and Dissolution approved and adopted by the Board of Directors of the Corporation in a certificate of action dated as of August 23, 1988.

FIFTH. The number of shares of the corporation outstanding at the time of such adoption was 930; and the number of shares entitled to vote thereon was:

<u>Class</u>	<u>Number of Shares</u>
Common	930

SIXTH: The number of shares voted for such resolution was 930; 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:

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
Common	930	0

Dated August 13, 1988.

VIRGINIA AVENUE TOBACCO  
WAREHOUSE COMPANY

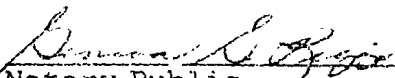
  
ROBERT L. STIVERS, President

  
RICHARD S. SMITH, Secretary

STATE OF KENTUCKY            )  
                                      : SS  
COUNTY OF FAYETTE         )

I, a notary public, do hereby certify that on this 13<sup>th</sup> day of August, 1988, Robert L. Stivers personally appeared before me and after being duly sworn, declared that he is the President of Virginia Avenue Tobacco Warehouse Company, that he signed the foregoing document as President of the corporation, and that the statements contained therein are true.

My commission expires: 12-7-91.

  
Notary Public

STATE OF KENTUCKY            )  
                                      : SS  
COUNTY OF FAYETTE         )

I, a notary public, do hereby certify that on this 13<sup>th</sup> day of August, 1988, Richard S. Smith personally appeared before me and after being duly sworn, declared that he is the Secretary of Virginia Avenue Tobacco Warehouse Company, that he signed the foregoing document as Secretary of the corporation, and that the statements contained therein are true.

My commission expires: 12-7-91

*Benjamin D. Higgs*  
Notary Public