KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602



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Certificate of Dissolution

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

THE PHELPS GROUP, INC.

did not file its 2013 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the company on September 28, 2013.

IMPORTANT NOTICE

THE PHELPS GROUP, INC. 8501 BATES RD. P.O.BOX 19007 LOUISVILLE KY 40259.0007

Alison Lundergan Grime Secretary of State