

BE IT FURTHER RESOLVED, that, effective on the date of the filing of the Articles of Dissolution with the Missouri Secretary of State, the Plan shall be, and hereby is, formulated to effect a complete liquidation and dissolution of the Corporation in accordance with the following resolutions:

BE IT RESOLVED, after paying the costs of dissolution, the Corporation will distribute its remaining assets in accordance with the Plan; and

BE IT FURTHER RESOLVED, that the actions provided for in the foregoing resolutions shall commence as soon as practicable after the date of the Board of Directors' approval of the Plan; and

BE IT FURTHER RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to pay all fees and taxes and to do or cause to be done all acts and things they may deem necessary or proper in order to carry out the complete liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to take such action as may be necessary or appropriate in their sole discretion (1) to effect the dissolution of the Corporation at the earliest possible date, pursuant to the Act, and (2) to carry out the intent of this resolution, including, without limitation, filing Articles of Dissolution by Voluntary Action and Articles of Termination with the Secretary of State of Missouri; publishing notice of the Corporation's dissolution; and taking every other act necessary or appropriate to wind up and liquidate the Corporation's business and affairs.

The undersigned directs that this Action by Unanimous Written Consent be filed with the minutes of the proceedings of the Corporation.

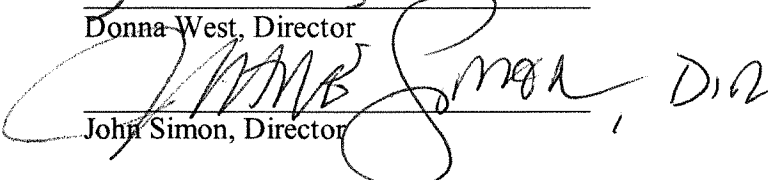
This Action by Unanimous Written Consent is executed pursuant to Section 355.666 of the Act, which permits the voluntary dissolution of a corporation by authorization of a majority of its Board of Directors.



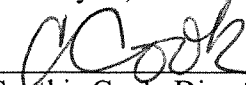
Daniel Reuter, Director



Donna West, Director



John Simon, Director

Mike Lyles, Director


Cynthia Cook, Director