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Name SA HOLDINGS, INC.	Month day real	
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Individual General Partnership Li	imited Partnership V Corporation Association	
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Receiving Party  Mark if additional names of receiving parties attached		
Name C F M, INC.		
DBA/AKA/TA		
Composed of		
Address (line 1) P.O. Box 710		
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Nb. W00016928 Date: 12/10/1993

## SECRETARY OF STATE

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SA HOLDINGS, INC.
DAN STOERZBACH
139 SO CHERRY ST
PO BOX 1328
GALESBURG, IL 61402-1328

**795616** 

ACKNOWLEDGMENT OF DOCUMENT FILED

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The Secretary of State acknowledges receipt of the following document from the filing party named above:

Articles of Dissolution by Board of Directors and Shareholders

The document was filed on December 2, 1993, at 09:05 AM.

The amount of \$5.00 was received in full payment of the filing fee.



Elaine Bayter

SECRETARY OF STATE



TRADEMARK REEL: 002336 FRAME: 0632



## AGREEMENT AND PLAN OF LIQUIDATION

This agreement and plan of liquidation has been made November 30, 1993, between SA HOLDINGS, INC., an Iowa corporation (hereinafter referred to as the "Subsidiary"), and C F M, Inc., an Illinois corporation (hereinafter referred to as the "Shareholder").

- 1. Shareholder is the owner of 100 shares of the common stock of Subsidiary, which constitutes all of the issued and outstanding stock of Subsidiary.
- 2. The Shareholder approves and consents to the voluntary dissolution of the Subsidiary pursuant to the corporation laws of the State of Iowa, and hereby authorizes the officers of the Subsidiary to file articles of dissolution with the Secretary of the State of Iowa.
- 3. The officers of the Subsidiary shall transfer all of Subsidiary's assets, including real estate, cash, accounts receivable, and inventory (if any) to the Shareholder in complete cancellation and redemption of all the issued and outstanding capital stock of the Subsidiary. Shareholder shall assume, pay, and save Subsidiary harmless from Subsidiary's accounts payable.
- 4. Such distribution and assumption shall be made not later than November 30, 1993.

SUBS	IDIARY:

sa HOLDINGS, INC. an lowa corporation

Walter C. Smith Its President

ATTEST:

Marshal H. Smith Its Secretary

SHAREHOLDER:

C F M, INC.,

an Illinois corporation

Walter C. Smith

Walter C. Smith Its President

ATTEST:

Marshal H. Smith

Its Secretary

TRADEMARK REEL: 002336 FRAME: 0633 These minutes were prepared by:

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Daniel B. Stoerzbach (AKUL Reg. #06184524) of Barash, Stoerzbach & Henson, a professional corporation 139 South Cherry Street PO Box 1328 Galesburg, Illinois 61402-1328 Telephone: 309/343-4193 Telefax: 309/343-7500

[SMS Enterprises, Inc.]

**RECORDED: 07/23/2001** 

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