



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE
JEFFERSON CITY 65101

JAMES C. KIRKPATRICK
SECRETARY OF STATE

IN REPLY, PLEASE REFER TO
FILE NO.

CORPORATION DIVISION
TELEPHONE
635-7291 AND 635-7292

October 6, 1971

Robert C. Dodson, Esq.
Citizens Bank Building
Festus, Missouri 63028

Re: GRAVOIS LAND COMPANY #60194

Dear Sir:

We have received the Articles of Dissolution for the above mentioned corporation and have filed them in this office. We are returning to you the duplicate copy with the file date stamped upon it.

When we have received the Articles of Liquidation, executed in duplicate, we will be pleased to issue a Certificate of Dissolution for the corporation.

Sincerely yours,

JAMES C. KIRKPATRICK
Secretary of State

James F. Dowd III
Corporation Counsel

encl.

rb



State of Missouri . . . Office of Secretary of State

JAMES C. KIRKPATRICK, Secretary of State
CORPORATION DIVISION

ARTICLES OF LIQUIDATION
(To be filed in duplicate by an attorney)

HONORABLE JAMES C. KIRKPATRICK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MO. 65101

The undersigned corporation, for the purpose of dissolving, and pursuant to the provisions of "The General and Business Corporation Law of Missouri," relating to the dissolution of corporations, hereby executes the following articles of liquidation:

Article 1. Name of corporation is GRAVOIS LAND COMPANY

Article 2. On the 6th day of October, 1971, the corporation filed with the Secretary of State, Articles of Dissolution.

Article 3. All debts, obligations and liabilities of the corporation have been paid and discharged, or that adequate provision has been made therefor.

Article 4. All the remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

Article 5. There are no suits pending against the corporation in any court, or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending suit.

IN WITNESS WHEREOF, the undersigned corporation has caused these articles to be executed in its name by its President and its corporate seal to be hereto affixed, attested by its Secretary

this 18th day of October, 1971

GRAVOIS LAND COMPANY
By Robert T. Pieper
Its President (or Vice President)

(CORPORATE SEAL)
ATTEST:
Its Secretary (or Assistant Secretary)

STATE OF Missouri }
COUNTY OF Jefferson } ss.

I, Dorothy Barker, a Notary Public, do hereby certify that on the 18th day of October, A. D. 1971,

ROBERT T. PIEPER
(President or Vice President)

personally appeared before me and being first duly sworn by me acknowledged that he signed the foregoing document capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(NOTARIAL SEAL)
Dorothy Barker
Notary Public
My Commission expires June 20, 1975

STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State



Corporation Division

Certificate of Dissolution

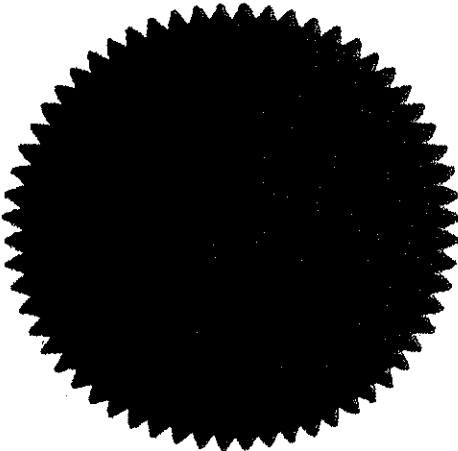
WHEREAS, Articles of Dissolution and Articles of Liquidation of
TRAVELERS COMPANY

a corporation organized and existing under The General and Business Corporation Law, have been received, found to conform to law, and filed.

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, issue this Certificate of Dissolution of the aforementioned corporation, certifying that the existence of said corporation has this date ceased, and that the copy of the Certificate of Dissolution above set forth, is full, true, and complete, and that to the first issued certified copy thereof I have attached a copy of the Articles of Liquidation referred to therein.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 12th day of October, 1971

James C. Kirkpatrick
Secretary of State



ARTICLES OF DISSOLUTION
BY VOLUNTARY ACTION
PURSUANT TO UNANIMOUS CONSENT OF SHAREHOLDERS

TO: HONORABLE JAMES C. KIRKPATRICK
Secretary of State
State of Missouri
Jefferson City,
Missouri 65101

THE UNDERSIGNED CORPORATION, for the purpose of dissolving the corporation, and pursuant to the provisions of THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI, hereby executes the following Articles of Dissolution:

ARTICLE I. The name of the corporation is Gravois Land Company.

ARTICLE II. The names and respective addresses, including street and number, if any, of its officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>STREET</u>	<u>CITY</u>	<u>STATE</u>
Robert T. Pieper	President	9819 Mar Ann Lane	St. Louis,	Missouri 63128
Donald A. Pieper	Treasurer	838 Westair Drive	St. Louis,	Missouri 63125
Eugene B. Pieper	Vice President	639 Claypool Drive	St. Louis,	Missouri 63125
Delores R. Joplin	Secretary	5350 East 71st Street	Indianapolis,	Indiana 46220

ARTICLE III. The names and respective addresses, including street and number, if any, of its Directors are:

<u>NAME</u>	<u>STREET</u>	<u>CITY</u>	<u>STATE</u>
Robert T. Pieper	9819 Mar Ann Lane	St. Louis,	Missouri 63128
Donald A. Pieper	838 Westair Drive	St. Louis,	Missouri 63125
Eugene B. Pieper	639 Claypool Drive	St. Louis,	Missouri 63125
Delores R. Joplin	5350 East 71st Street	Indianapolis,	Indiana 46220

ARTICLE IV. The Agreement signed by all the Shareholders of record of the corporation, consenting to its dissolution, is attached hereto as Exhibit A.

ARTICLE V. The purchased shares of the corporation outstanding entitled to vote at the time of adoption of said Resolution authorizing the voluntary dissolution of the corporation was One Hundred.

ARTICLE VI. The number of shares entitled to vote voting for said Resolution authorizing the voluntary dissolution of the corporation was One Hundred and the number of shares voting against said Resolution authorizing the voluntary dissolution of the corporation was None.

IN WITNESS WHEREOF, the undersigned corporation has caused this statement to be executed in its name by its President and its corporate seal to be hereto affixed, attested by its Secretary this 21 day of September, 1971.

GRAVOIS LAND COMPANY

By: Robert T. Pieper
Robert T. Pieper, President

ATTEST:



Dalores R. Joplin
Dalores R. Joplin, Secretary

STATE OF MISSOURI :
: SS
COUNTY OF JEFFERSON :

I, Robert C. Dodson, a Notary Public, do hereby certify that on this 21 day of September, 1971 personally appeared before me Robert T. Pieper, who being by me first duly sworn declared that he is the President of Gravois Land Company, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

Robert C. Dodson
Notary Public

My Commission expires: February 19, 1975

FILED

OCT 6 1971

James C. Patrick
SECRETARY OF STATE

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS OF

GRAVOIS LAND COMPANY

This special meeting of Shareholders of Gravois Land Company, a Missouri corporation, was held in offices of PANWELL, DODSON, AND ROBINSON, Citizens Bank Bldg, Festus, Missouri, on the 21 day of September 1974, at the hour of 10:00 A.M. pursuant to call and waiver of notice of and by all Shareholders. Upon Motion duly made, seconded and unanimously carried, Robert T. Pieper was chosen as Chairman of the meeting and Delores R. Joplin, was chosen as Secretary of the meeting. The following Shareholders were present in person:

<u>Name</u>	<u>Number of Shares</u>
Robert T. Pieper	50
Donald A. Pieper	50
Eugene B. Pieper	50
Delores R. Joplin	50

The Secretary reported that all Shareholders were present in person.

Discussion was had by the Shareholders touching upon the fact that for economic and management reasons it appeared to be in the best interest of said corporation and said Shareholders to completely dissolve and liquidate said corporation under Section 333 of the United States Code.

Thereupon, the following Resolution was offered:

"RESOLVED, that this corporation now doing business as Gravois Land Company, duly registered and acting under the laws of the State of Missouri, and having its principal place of business at Jefferson County, Missouri, enter into a complete liquidation of its property and assets under Section 333 of the United States Code, under

the Order and Direction of the Board of Directors now in office and that all of said property and assets be distributed proratably to the Shareholders of said corporation."

"RESOLVED, that the President of said corporation is hereby authorized to transfer from Gravois Land Company to Robert T. Pieper, Donald A. Pieper, Eugene B. Pieper and Delores M. Joplin, proratably, and as all of the Shareholders in said corporation, all of the property and assets of said corporation."

"RESOLVED, that the President of this corporation be and is hereby authorized and empowered, without further action by the Shareholders of this corporation, to take any and all actions, to do any and all things and acts which may in the opinion of counsel, or in the judgment of the Board of Directors, be necessary or proper to so transfer said property and assets of said corporation in accordance with these Resolutions."

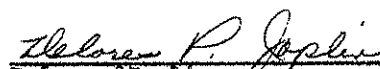
On Motion duly made, seconded and unanimously carried, said Resolutions were adopted.

There being no other or further business to come before the meeting, upon Motion duly made, seconded and carried, the meeting was adjourned.



Robert T. Pieper
Chairman of the Meeting

APPROVED:



Delores M. Joplin
Secretary of the Meeting

APPROVED BY SHAREHOLDERS:

Eugene B. Pieper
~~Eugene B. Pieper~~
EUGENE B. PIEPER

Donald A. Pieper
DONALD A. PIEPER

Robert T. Pieper
~~Eugene B. Pieper~~
ROBERT T. PIEPER

Delores P. Joplin
DELORES P. JOPLIN

OCT 6 1971

The Secretary of the corporation certifies that this is a true and correct copy of the minutes of the meeting of Shareholders of Gravois Land Company, held on the 21 day of September, 1971, and that the Shareholders whose signatures appear herein are all of the Shareholders of the stock of the Gravois Land Company.

Delores P. Joplin
Delores P. Joplin, Secretary
Gravois Land Company

